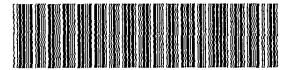


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LAW OFFICES

MARILYN D. GREENBLATT, P.A.

3211 PONCE DE LEON BOULEVARD SUITE 208 CORAL GABLES, FLORIDA 33134

MARILYN D. GREENBLATT
ADMITTED IN FLORIDA
AND CALIFORNIA

TELEPHONE (305) 442-0506 FACSIMILE (305) 442-4848 EMAIL: mdgatty@bellsouth.net

November 1, 2005

Registration Section Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re:

Santa Maria Ventures, LLC Articles of Amendment Our File No.: 0271-09

To Whom It May Concern:

Enclosed please find the original and two (2) copies of Articles of Amendment for Santa Maria Ventures, LLC, together with Marilyn D. Greenblatt, P.A. Operating Account check number 2691, dated November 1, 2005, payable to the Department of State in the amount of \$30.00, representing payment for filing fees for this amendment, including a Certificate of Status.

Kindly return the extra copy stamped "filed." The certified copy, evidencing filing of the amendment should be sent to the undersigned. I have enclosed a self-addressed, stamped envelope for your convenience.

Should you have any questions regarding this letter or any of the enclosures or require anything additional in connection with this matter, please do not hesitate to contact me.

Sincerely,

Marilyn D. Greenblatt

MDG Enclosures C:\Client Files\0271-09\SECYSTATELTR2.wpd

ARTICLES OF AMENDMENT

TO

ARTICLES OF ORGANIZATION

OF

SANTA MARIA VENTURES, LLC

FIRST: The Articles of Organization for Santa Maria Ventures,
LLC, were filed with the Florida Department of State,
Division of Corporations on November 9, 2004 and said
Articles were assigned Document Number L04000082991.

SECOND: The Annual Report for 2005 was filed on March 23, 2005.

THIRD: This Amendment is submitted to add the following Manager/
Member:

Jorge Lastayo 375 N.W. 124th Avenue Miami, Florida 33184

FOURTH: Except for the addition of the above-named

Manager/Member as set forth in these Articles of

Amendment, the Articles of Organization, the other

Members/Managers and the Registered Agent remain

unchanged.

IN WITNESS WHEREOF, the undersigned Manager/Member submits these Articles of Amendment to the Articles of Organization of Santa Maria Ventures, LLC, on this ______ day of November, 2005.

Olga Luis, Manager/Member

C:\Client Files\0271-09\ARTICLES-AMENDMENT.wpd