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LIMITED LIABILITY AMENDMENT

BEEMER & ASSOCIATES XLI, L.L.C.

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION
OF
BEEMER & ASSOCIATES XLI, L.L.C.**

Pursuant to the provisions of Section 608.411 of the Florida Statutes, the undersigned limited liability company adopts the following Articles of Amendment to its Articles of Organization.

1. The date of filing the Articles of Organization was April 22, 2005.
2. Article V is deleted in its entirety and the following substituted in lieu thereof:


"ARTICLE V

Beemer & Associates XLI, L.L.C. will be managed by a Manager who is one of its Members and whose name is Mike Ashourian and whose address is 13947 Beach Blvd., Suite 210, Jacksonville, Florida 32224."

3. In all other respects, except as specifically changed and modified in these Articles of Amendment to the Articles of Organization, all of the provisions contained in the Articles of Organization of Beemer & Associates XLI, L.L.C. shall be and remain the same.

Executed by the undersigned this 26th day of April, 2005.

Beemer & Associates XLI, L.L.C.

By: 
Michael N. Schneider,
Authorized Representative

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