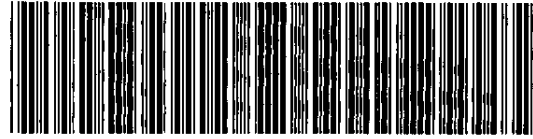


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J. SAULS
EXAMINER

OCT 1

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

TONY PROPERTIES, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on MARCH 15, 2006 and assigned Florida document number L06000027438.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

150 EAST PALMETTO PARK ROAD, SUITE 500

Enter Florida street address

BOCA RATON

Florida

33432

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

[Signature]
If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGRM	KEATH EDWARD TONEY	400 ECHO COURT LEXINGTON, SC 29073	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Member	TANIS ELAINE DUFFIE	576 PARK PLACE DRIVE ELGIN, SC 29045	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Member	PATRICIA T. WEBB	322 CHARLOTTE STREET ST AUGUSTINE, FL 32084	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Member	Karen Christine Ramackers	2002 E CONNER STRAV TUCSON, AZ 85719	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Member	JoAnne M. Toney Decker	P.O. BOX 1217 ELGIN, SC 29045	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Member	Kenneth Scott Toney, Jr.	345 OLD MILLIGAN HIGHWAY JOHNSON CITY, TN 37601	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

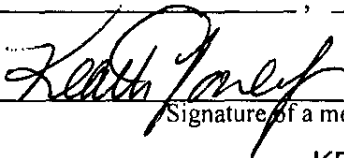
EACH MGRM OWNS A ONE SIXTH (1/6) INTEREST IN TONEY PROPERTIES,

LLC

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Dated _____, 2010



Signature of a member or authorized representative of a member

KEATH EDWARD TONEY

Typed or printed name of signee