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October ¹⁵ 1998

Via Federal Express

Department of State
Registration Section
Division of Corporations
409 E. Gains Street
Tallahassee, FL 32399

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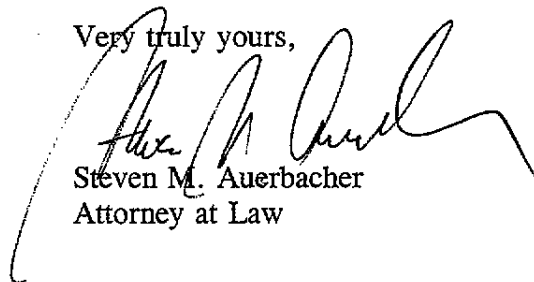
Attention: Registration Section

Enclosed please find Certificate of Amendment to Articles of Organization of H & J Tequesta Associates, L.L.C., along with a check in the amount of \$52.50. Please send a certified copy to me at the following address:

c/o Steven M. Auerbacher, PA
150 East Palmetto Park Road, Suite 410
Boca Raton, Florida 33432
(561) 394-9311

If you have any questions, please feel free to contact me.

Very truly yours,



Steven M. Auerbacher
Attorney at Law

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TALLAHASSEE, FLORIDA

Quantity	10/16/98
Amount	DCC
Item: SMA/Ih	DCC
Encs.	
Order	
Adm. Judgment	DCC
W. P. Verifier	DCC

Decreasing
contributions
to \$ 100,000.00

L98000001754

CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

H & J TEQUESTA ASSOCIATES, L.L.C.,
A Florida Limited Liability Company

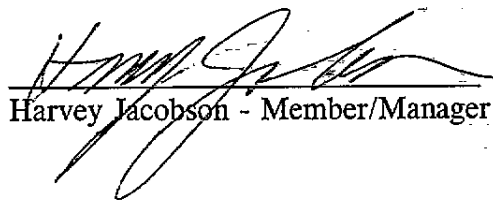
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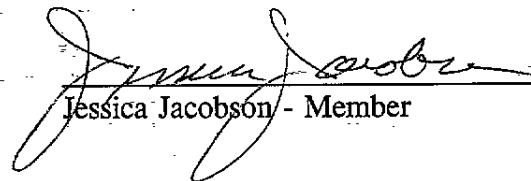
FIRST: The Date of filing of the Articles of Organization was September 4, 1998.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:

Schedule I reflecting Capital Contributions/Membership Interest is hereby amended and replaced by the Schedule I attached hereto, which Amendment was consented to and acknowledged by the withdrawing member, Jessica Jacobson and the sole other member, Harvey Jacobson as evidenced by their signature below.

Dated: September 30, 1998


Harvey Jacobson - Member/Manager


Jessica Jacobson - Member

SCHEDULE I

CAPITAL CONTRIBUTIONS\MEMBERSHIP INTERESTS

<u>Member/Address</u>	<u>Initial Capital Contribution</u>	<u>Membership Interest</u>
Harvey Jacobson 4001 N. Ocean Blvd. Apt. 701-B Boca Raton, FL 33431	\$ 92,600	92.6%
Richard Kastleman 53 Inlet Road East Southampton, NY	\$ 7,400	4.4%

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