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April 16, 2002

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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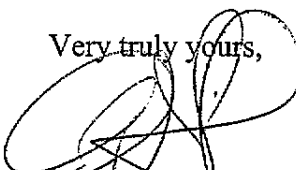
RE: BEACHWALK PROPERTIES, L.L.C.

Dear Sir or Madam:

Enclosed is an original Articles of Amendment to Articles of Organization for the above named limited liability company. Please file the attached Amendment and forward confirmation of same to our office.

Thank you for your attention to this matter.

Very truly yours,


Andra J. Siler
Secretary to
JEFFREY M. PERLOW

/ajs
Enc.

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02 APR 18 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BEACHWALK PROPERTIES, L.L.C.,
a Florida Limited Liability Company**

- FIRST: The date of filing of the Articles of Organization was March 26, 2002.
- SECOND: The following amendment to the Articles of Organization were adopted by the Limited Liability Company:

"ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by a manager or managers and the name and address of such manager, to serve until a successor or successors are elected and qualified are: Jerry Spiliotis and Suzanne Spiliotis, 35 Harbor Hill Drive, Port Jefferson, New York 11777."

DATED this 29 day of MARCH, 2002.

BEACHWALK PROPERTIES, L.L.C.,
a Florida Limited Liability Company

By:

Suzanne Spiliotis
SUZANNE SPILIOTIS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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