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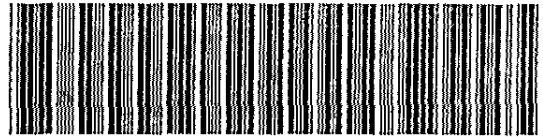
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ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

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KATHERINE L. SMITH
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ADMITTED IN WISCONSIN
LL.M. IN TAXATION

REPLY TO:
P.O. BOX 4195
SARASOTA, FLORIDA 34230

January 26, 2005

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

Re: Micasa, L.L.C.
OFN: 38841-63645

To Whom It May Concern:

Enclosed please find the following:

1. An original and one copy of Articles of Amendment to Articles of Organization of Micasa, Inc.
2. A check in the amount of \$33.75 which represents the \$25.00 filing fee and the \$8.75 fee to obtain a certified copy of the filing.

Please file stamp the copy of the Articles of Amendment and send the same along with receipt of payment and the certified copy to Katherine L. Smith, Esquire, c/o Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., 2033 Main Street, Suite 600, Sarasota, FL 34237.

Thank you for your attention to this matter.

Very truly yours,

ICARD, MERRILL, CULLIS,
TIMM, FUREN & GINSBURG, P.A.

Marcy E. Walls
Marcy E. Walls, Assistant to
Katherine L. Smith

/mew
Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
MICASA, L.L.C.**

Pursuant to the provisions of Section 608.411, Florida Statutes, this Company adopts the following Articles of Amendment to its Articles of Organization.

ARTICLE I

NAME OF COMPANY

The name of the limited liability company is Micasa, L.L.C. ("Company").

ARTICLE II

DATE OF ARTICLES OF ORGANIZATION

The Company's Articles of Organization were filed on December 19, 2003.

ARTICLE III

AMENDMENT

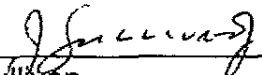
1. Article IV of the Company's Articles of Organization is hereby deleted in its entirety and replaced with the following:


Article IV

The street address of the Co _____ registered office is 2033 Main Street, Suite 600, Sarasota, FL 34237. The initial registered agent for the Co _____ at that address is Katherine L. Smith, Esq.

2. Article V of the Company's Articles of Organization is hereby deleted in its entirety.

IN WITNESS WHEREOF, the undersigned being all the members of the Company have executed these Articles of Amendment this 12 day of January, 2005.

By: 
John E. Sullivan

By: 
Sue Sullivan

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY DESCRIBED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Micasa, L.L.C.
2. The name and address of the registered agent and office is:

Katherine L. Smith, Esq.
Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.
2033 Main Street, Suite 600
Sarasota, FL 34237

Having been named registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in such capacity. I further agree that I am familiar with and accept the obligations as registered agent of the above-stated company as provided in Chapter 608 of the Florida Statutes.

(Signature)

(Date)

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