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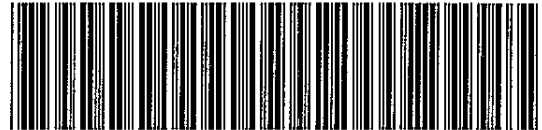
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SEAL OF THE
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03 AUG 29 AM 9:12

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**LAW OFFICES OF
WEINTRAUB & WEINTRAUB, P.A.**

A Professional Association

Peter B. Weintraub, Esquire
Toni R. Weintraub, Esquire
Anthony R. Garrett, Esquire

2650 North Military Trail
Suite 150
Boca Raton, Florida 33431

Telephone (561) 988-6411
Facsimile (561) 988-6011
Email: Weintraub@bellsouth.net

August 26, 2003

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

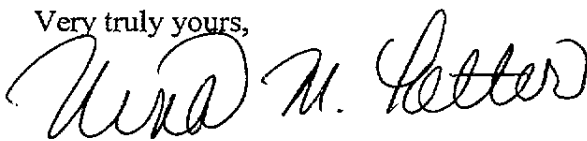
Re: Second Articles of Amendment to Article of Organization
South Florida Development Group, LLC

To Whom It May Concern:

In connection with the above referenced matter, please find enclosed the original Second Articles of Amendment to Articles of Organization for South Florida Development Group, LLC.

Also enclosed is a check in the amount of \$25.00 representing your fee for this service. If you have any questions, please feel free to contact me directly.

Very truly yours,



Nina M. Potter
Enclosure

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03 AUG 29 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**SECOND ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SOUTH FLORIDA DEVELOPMENT GROUP, LLC.
(Present Name)
(A Florida Limited Liability Company)**

First: The date of filing of the articles of organization was July 23, 2003.

Second: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

ARTICLE V is amended as follows:

- A) The following Managers are hereby REMOVED from the LLC:
1. Arthur Siegle, Todd Wilson and Richard Weisman, Joshua Bock and Ryan Leeds
- B) The following Managers are hereby ADDED as "Co-Managing Members:
- Joshua Bock and Ryan Leeds

IN WITNESS WHEREOF, I hereby set my hand and seal this 18th day of August, 2003.

SOUTH FLORIDA DEVELOPMENT GROUP, LLC

By: _____

Joshua Bock, Manager

STATE OF FLORIDA)
COUNTY OF PALM BEACH) ss:

BEFORE ME personally appeared Joshua Bock, known to me or proven to be, by producing _____ as identification, the person described in and who executed the foregoing Articles of Amendment to Articles of Organization, as Manager of South Florida Development Group, LLC., and acknowledged to me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 18 day of AUGUST, 2003, in the aforesaid County and State.



Nina M. Potter
Commission # DD141767
Expires Aug. 23, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

Nina M. Potter
NOTARY PUBLIC
My commission expires: