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LIMITED LIABILITY AMENDMENT

3401 ASSOCIATES, LLC

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
3401 ASSOCIATES, LLC
(A Florida Limited Liability Company)**

FIRST: The date of filing of the articles of organization was September 3, 2003.

SECOND: The following amendment to the articles of organization was adopted by the limited liability company:

Article V: Members and Managers:


The sole member of the Limited Liability Company shall be:

Rex M. Barker
3211 Ponce de Leon Boulevard, Suite 301
Coral Gables, FL 33134

The sole manager of the Limited Liability Company shall be:

Rex M. Barker
3211 Ponce de Leon Boulevard, Suite 301
Coral Gables, FL 33134

Dated: November 17th, 2003.



Ronald R. Fieldstone,
Authorized Representative