

L00000005044

GOLDSTEIN, TANEN & TRENCH, P.A.
Law Offices

FILED

2002 APR 30 PM 1:25

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

One Biscayne Tower • Suite 3250
Two South Biscayne Boulevard
Miami, Florida 33131
Telephone (305) 374-3250
Facsimile (305) 374-7632

VIA FEDERAL EXPRESS

April 29, 2002

Secretary of State
Division of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32309-0001

800005578318--9
-05/22/02--01013--016
****400.00 *****25.00

RE: South Beach OAO Companies
Our File No. 201.05

Dear Sir:

Enclosed please find the following to be filed in this order:

SOUTH BEACH OAO, LLC:

- | | | |
|----|---|----------|
| 1. | Statement of Change of Registered Agent | \$25.00 |
| 2 | Corporation Reinstatement Form | \$100.00 |
| 3. | Annual Report Fee | \$100.00 |
| 3 | Articles of Amendment changing name | \$25.00 |

SOUTH BEACH OAO II, LLC:

- | | | |
|----|-------------------------------------|---------|
| 1. | 2002 Uniform Business Report | \$50.00 |
| 2. | Articles of Amendment changing name | \$25.00 |

J. BRYAN MAY 30 2002

FF \$25.00

Page 2
Secretary of State
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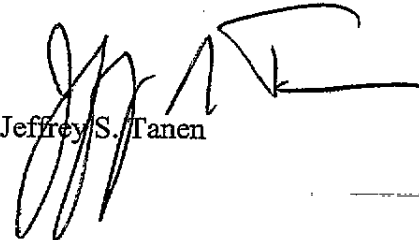
SOUTH BEACH OAO III, LLC:

- | | | |
|----|-------------------------------------|---------|
| 1. | 2002 Uniform Business Report | \$50.00 |
| 2. | Articles of Amendment changing name | \$25.00 |

Enclosed is our check in the sum of \$400.00 representing all of the above filing fees.

Please return the filed articles to us in the enclosed pre-paid envelope as quickly as possible.
Thank you.

Sincerely,


Jeffrey S. Tanen

JST/mjb
Enclosures
M:\Barker\South Beach LLC\L-Sect State 4-29-02.wpd

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Federal Express

May 29, 2002

Joey Bryan, Registration
Secretary of State
Division of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32309-0001

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE: South Beach OAO III, LLC
Our File No. 201.05

Dear Joey:

Enclosed is our check in the sum of \$50.00 representing the shortage of funds sent in our April 29, 2002 correspondence (copy enclosed).

Sincerely,



Melanie Broussard
Legal Assistant to
Jeffrey S. Tanen

/mjb

Enclosure

M:\Barker\South Beach LLC\L-Sect of State 5-29-02.wpd



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 28, 2002

SOUTH BEACH OAO III, L.L.C.
2650 N FEDERAL HWY
FT LAUDERDALE, FL 33306

SUBJECT: SOUTH BEACH OAO III, L.L.C.
Ref. Number: L00000005044

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for SOUTH BEACH OAO III, L.L.C., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$50.00.

The fee to file the limited liability company annual report/uniform business report form is \$50. Please include an additional \$5 for each certificate of status requested.

We retained your name change amendment in our office.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 802A00034226

ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION

OF

SOUTH BEACH OAO III, L.L.C.

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 608.411, Florida Statutes, this Florida profit limited liability company adopts the following articles of amendment to its articles of organization filed May 3, 2000, document number L00000005044.

FIRST: The name of the limited liability company is amended:

From: SOUTH BEACH OAO III, L.L.C.

To: SOUTH BEACH CDB III, L.L.C.

SECOND: The date of this amendment's adoption is the 1st day of April, 2002.

THIRD: The amendment was approved by the members. The number of votes cast for the amendment was sufficient for approval.

Dated this 26th day of APRIL, 2002.

SOUTH BEACH CDB III, L.L.C.

By: 

Cecile D. Barker, Managing Member