

Westhaven Homes, LLC

2204 N. Rio Grande Avenue
Orlando, FL 32804

Phone 407-839-3033
Fax 407-835-3399

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November 20, 2000

MJH

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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*****25.00 *****25.00

Gentlemen:

Enclosed for filing are Articles of Amendment to the Articles of Organization for Westhaven Homes, LLC, a Florida Limited Liability Company, together with check for the filing fee payable to Florida Department of State in the amount of \$25.00.

Thank you for your assistance with this matter.

Sincerely,

William H. Robinson
William H. Robinson
Manager

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION FOR
WESTHAVEN HOMES, LLC, A FLORIDA LIMITED LIABILITY COMPANY.

The original Articles of Organization were filed May 8, 2000.

1. ARTICLE V - MANAGEMENT is amended by deleting from the last sentence thereof the phrase "except that all policy decisions must be concurred in by The Greenwich Group, Inc. and Robinson Shaw, Inc., Members, as set forth in the Regulations of the Company" so that as amended it will now read:

"ARTICLE V - MANAGEMENT

Westhaven Homes, L.L.C. is a manager -managed company and the management and control of the Company and its business and affairs is vested in William H. Robinson, President of Member Robinson Shaw, Inc., whose address is

William H. Robinson
Robinson Shaw, Inc.
2404 N. Rio Grande Ave
Orlando, FL 32804

The Manager shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Florida Statutes as they may be amended from time to time and as further provided in the regulations of the Company."

2. ARTICLE VIII - AMENDMENTS is hereby amended by deleting from the first sentence the language " The Greenwich Group, Inc. and" so that it now reads:

"ARTICLE VIII - AMENDMENTS

The Company reserves the right to amend any provision of these Articles of Organization, but any such amendment shall require the written approval of Member Robinson Shaw, Inc.

3. The Greenwich Group, Inc., one of the signers as a member, has resigned effective as of October 1, 2000 and is no longer a member of Westhaven Homes, LLC and by this Amendment, its names is removed as a signer from the signature page.

4. In all other respects the Articles of Organization for Westhaven Homes, LLC remain the same.

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION FOR
WESTHAVEN HOMES, LLC, A FLORIDA LIMITED LIABILITY COMPANY.

IN WITNESS WHEREOF member Robinson Shaw, Inc. has executed these
Articles of Amendment this 1st day of October, 2000 and The Greenwich Group, Inc.
by its signature has approved of and agreed to this Amendment this same date.

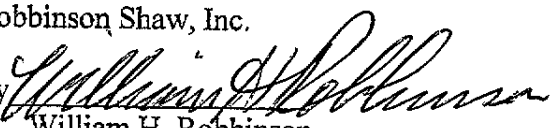
The Greenwich Group, Inc.

By


Russell L. Mills

Robinson Shaw, Inc.

By


William H. Robinson