ALIEY, M. ASS, KIGER CLANDSAY, P.A.

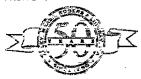
BOST OFFICE BOX 431

RAYMOND C. ALLEY (1893-1975)
HAROLD G. MAASS (OF COUNSEL)
DOYLE ROGERS
ALAN LINDSAY
EDWARD D. LEWIS
NEAL W. KNIGHT, JR.
DAVID H. BAKER
WILLIAM W. ATTERBURY III
LOUIS L. HAMBY III
ROBB R. MAASS
M. TIMOTHY HANLON
WARREN D. HAYES, SR.
GENE D. LIPSCHER
STUART J. HAFT

Palm Beach, Florida 33480-0431 (561) 659-1770

FACSIMILE (561) 833-2261

FROM BROWARD (954) 421-1540



FORT LAUDERDALE OFFICE 1600 S.E. 17th STREET CAUSEWAY SUITE 404 FORT LAUDERDALE, FLORIDA 33316 (954) 767-0215 FACSIMILE (954) 761-7644

October 5, 2000

## VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: 1045 North Ocean, L.L.C.

900003417479--8 -10/06/00--01118--003 \*\*\*\*\*52.50 \*\*\*\*\*\*52.50 ...

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of a Certificate of Amendment of Articles of Organization for the above limited liability company, together with our check in the amount of \$52.50 for the filing fee.

Please stamp as filed the enclosed copy of the Articles and return them to me

Sincerely,

M. Timothy Hanlon

MTH/cmc Enclosures

> L00-6563 Qe

## CERTIFICATE OF AMENDMENT OF ARTICLES OF ORGANIZATION OF 1045 NORTH OCEAN, L.L.C.

## THIS IS TO CERTIFY THAT:

**FIRST**: This Certificate amends the Articles of Organization (the "Articles") of 1045 North Ocean, L.L.C.

**SECOND**: The Articles were filed with the Florida Department of State on June 5, 2000.

**THIRD**: Article I - Name previously provided as follows:

The name of this limited liability company is 1045 North Ocean, L.L.C.

FOURTH: Article I - Name, as amended, provides as follows:

The name of this limited liability company is 220 North Ocean Partners, L.L.C.

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed and is being filed in accordance with Section 608.411, Florida Statutes, this \_\_\_\_\_\_day of October, 2000.

Joanne Barkett Conway, as sole Membe