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CAPITAL CONNECTION, INC.

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RSG Family - Oakwood
Apartments, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

RSG Family - Oakwood Apartments, LLC

(Present Name)
(A Florida Limited Liability Company)

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TALLAHASSEE, FLORIDA

FIRST: The Articles of Organization were filed on June 30, 2000 and assigned document number LC0000007781.

SECOND: This amendment is submitted to amend the following:

1. The name of the LLC shall be changed to: Oakwood Palmetto, LLC

2. The mailing address of the principal office of the LLC shall be changed to: 402 11th St. N., Naples, FL 34102

3. The name of the registered agent shall be changed from Stephen Glas to: Barfield Bay Properties, Inc.

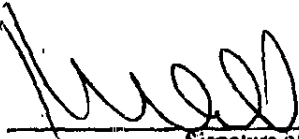
I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Barfield Bay Properties, Inc., a Florida corporation

By:

4. The Amendment filed on April 18, 2002, concerning "VI. Covenants with Respect to Indebtedness: Operations and Fundamental Changes of the Limited Liability Company" related to financing from Column Financial, Inc., its successors and assigns, shall be deleted in its entirety.

Dated March 12th, 2007



Signature of a member or authorized representative of a member

Ronald C. Glas

Typed or printed name of signer

Filing Fee: \$25.00