

Division of Corporations

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LIMITED LIABILITY AMENDMENT**SEA PINES ESTATES, LLC**

Certificate of Status	0
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Page Count	01
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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
SEA PINES ESTATES, LLC, a Florida limited liability company**

FIRST: The date of filing of the articles of organization was August 18, 2000.

SECOND: The following amendments to the articles of organization were adopted by the limited liability company:

1. The amendments contained herein are effective as of August 18, 2000.

2. Article VII is hereby amended to read as follows:

The name and interest of the members of this Limited Liability Company are as follows:

BAYSOUND DEVELOPMENT, CORP. 50%

EXPERTISE INTERNATIONAL CORPORATION 50%

3. Article VIII is hereby amended to read as follows:

The name and address of the members of this Limited Liability Company are as follows:


BAYSOUND DEVELOPMENT, CORP.

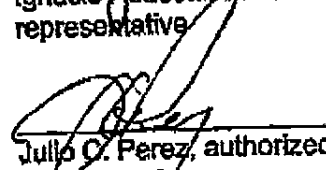
Member Manager
12800 SW 216th Street
Miami, Florida 33177

EXPERTISE INTERNATIONAL, CORPORATION

Member Manager
13200 SW 128th Street, Suite F-1
Miami, Florida 33186

Dated this 19 day of June, 2001.


Ignacio Abascal, authorized
representative


Julio C. Perez, authorized
representative

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