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ACCOUNT NO. : 072100000032

REFERENCE : 899518 12000A

AUTHORIZATION :

COST LIMIT : \$ 25.00

ORDER DATE : November 15, 2000

ORDER TIME : 11:20 AM

ORDER NO. : 899518-070

CUSTOMER NO: 12000A

CUSTOMER: Renee Ann Winslow, Legal Asst
Shapiro & Adams, P.a.
Suite 272
2401 Pga Boulevard
Palm Beach Gard, FL 33410

DOMESTIC AMENDMENT FILING

400003464534--7

NAME: HQM OF TEXAS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155
EXAMINER'S INITIALS: JB

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 NOV 15 PM 12:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 NOV 15 PM 2:56

APPROVED
AND
FILED

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

HQM OF TEXAS, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the Articles of Organization was October 3, 2000.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:

ARTICLE I – NAME

The name of the limited liability company shall be HQM of Panola, L.L.C. ("Company").


ARTICLE VIII – MANAGEMENT/MANAGING MEMBER

The Company shall be managed by a managing member in accordance with the Operating Agreement. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial Managing Member of the Company is:

HQM Special Asset Management, Inc., a Delaware corporation
2401 PGA Boulevard, Suite 155
Palm Beach Gardens, FL 33410

Dated November 13, 2000.

HQM Special Asset Management, Inc.

By: 
Elizabeth Fago, CEO/President

APPROVED
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA