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June 6, 2002

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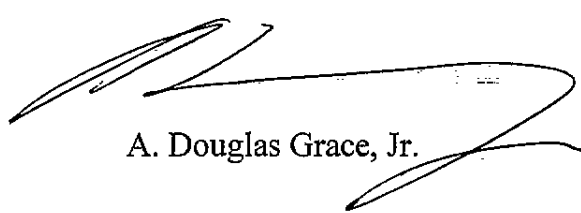
Re: Charter Communities, L.L.C.  
Document No. L00000013884

Gentlemen:

Enclosed you will find Articles of Amendment to Articles of Organization of Charter Communities, L.L.C. together with my firm's check in the amount of \$25.00 to cover the cost of filing the amendment.

Thank you for your assistance in this matter.

Very truly yours,



A. Douglas Grace, Jr.

ADG/pg  
Enclosures

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ARTICLES OF AMENDMENT TO  
TO ARTICLES OF ORGANIZATION OF  
CHARTER COMMUNITIES, L.L.C.

- FIRST:** The date of filing of the articles of organization was November 13, 2000.
- SECOND:** The following amendment to the articles of organization was adopted by the Limited Liability Company:

ARTICLE IX - MANAGEMENT - The Limited Liability Company shall be conducted, carried on, and managed by no fewer than one (1) manager who shall be elected annually by a majority of the Members of the Limited Liability Company. The Manager shall have the rights and responsibilities set forth in the Amended Operating Agreement of the Limited Liability Company. The name of the initial manager is:

Michael Stein, 3610 Recreation Lane, Naples, FL 34116

This Manager shall serve in such capacity until the next annual meeting of the members or until the successor to this Manager is duly elected and qualified

Dated on May 16, 2002

MEMBERS:

D.R.S., LLC

By: [Signature]

Duane Swanson, Manager

STEIN, LTD.

By: [Signature] G.P.

Michael Stein, General Partner

BACKOS, LTD.

By: [Signature]

Catherine Backos, General Partner

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