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Katherine Schweikhardt

William Schweikhardt

February 21, 2001

MJH

Secretary of State

Division of Corporations

P.O. Box 6827

Tallahassee, FL 32314

C-14768

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-02/23/01--01074--001
*****25.00 *****25.00

Re: Name Change of Learning Skills-Correct Read, L.L.C.

Gentlemen:

We enclose one copy and one original of the Certificate of Amendment of the Articles of Organization of:

LEARNING SKILLS- CORRECT READ, L.L.C.

The new name will be:

GULF CITIES TITLE, L.L.C.

Also, we enclose a check in the amount of \$25.00 made payable to the Secretary of State for filing. Please confirm receipt of these documents at your earliest convenience.

Kindest regards.

Very truly yours,

K. Schweikhardt

Katherine Ann Schweikhardt

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**CERTIFICATE OF AMENDMENT OF
ARTICLES OF ORGANIZATION OF
LEARNING SKILLS- CORRECT READ, L.L.C.**

THIS IS TO CERTIFY THAT:

FIRST: This Certificate amends the Articles of Organization (the "Articles") of Learning Skills-Correct Read, Limited Liability Company.

SECOND: The Articles were filed with the Florida Department of State on November 27, 2000.

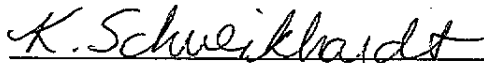
THIRD: Article I of the Articles previously provided as follows:

"Article I-Name: The name of the limited liability company (hereinafter referred to as the "Company") is Learning Skills- Correct Read, L.L.C."

FOURTH: Article I of the Articles, as amended, provides as follows:

"Article I-Name: The name of the limited liability company (hereinafter referred to as the "Company") is GULF CITIES TITLE, L.L.C."

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S. this 21st day of February, 2001.



Katherine Ann Schweikhardt, as Authorized
Representative of Peter Brigham, Member

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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