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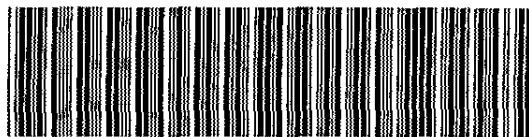
(Business Entity Name)

(Document Number)

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11/13/03--01055--001 **43.75

12/02/03--01012--018 **11.25

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DIVISION OF CORPORATIONS
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W/L 12/02

BARNHILL, BARNHILL, & BARNHILL, L.L.C.
131 BAY MAGNOLIA LANE
SANTA ROSA BEACH, FL 32459-5471316
(850) 622-9567 FAX (850) 622-1276

October 30, 2003.

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Attached, please find two (2) signed copies of Articles of Amendment to Articles of Incorporation of the above-styled Limited Liability Corporation.

Also, enclosed is our check in the amount of \$43.75 in payment of the filing fee for the aforementioned Articles of Amendment as well as a Certified Copy of the Amendment

Thank you for your assistance in this matter.

Sincerely,



Darrell J. Barnhill, Pres.

ENC Articles of Amendment
Check: \$43.75

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 18, 2003

BARNHILL, BARNHILL & BARNHILL, L.L.C.
131 BAY MAGNOLIA LANE
SANTA ROSA BEACH, FL 32459

SUBJECT: BARNHILL, BARNHILL, & BARNHILL L.L.C.
Ref. Number: L00000015011

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We have received your document for BARNHILL, BARNHILL, & BARNHILL L.L.C. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$11.25. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The form and fees you submitted are for a corporation, but your entity is a limited liability company. Enclosed is the proper form for your entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 403A00062590

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

BARNHILL, BARNHILL, & BARNHILL, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was December 6, 2000.

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

ARTICLE IV - MANAGEMENT

The members of the limited liability company are as follows:

Darrell J. Barnhill - Operating Manager
131 Bay Magnolia Lane
Santa Rosa Beach, FL 32459

Wesley D. Barnhill - Secretary
131 Bay Magnolia Lane
Santa Rosa Beach, FL 32459

Brian C. Barnhill - Treasurer
131 Bay Magnolia Lane
Santa Rosa Beach, FL 32459

Dated November 24, 2003



Signature of a member or authorized representative of a member

Darrell J. Barnhill

Typed or printed name of signee

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Filing Fee: \$25.00