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October 9, 2001

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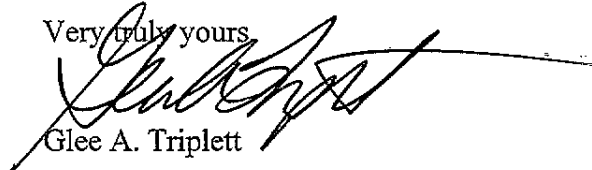
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment (Including Change of Registered Office and Agent) to Articles
of Organization of WGWD, LLC, a Florida Limited Liability Company

Dear Sir or Madam:

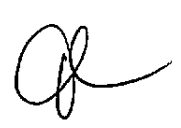
Please file the enclosed Articles of Amendment, referenced above, and return a certified copy
of same to me. My check for \$55.00 payable to the Florida Department of State is enclosed. If you
have any questions, please feel free to contact me.

Very truly yours,


Glee A. Triplett

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TALLAHASSEE, FLORIDA

enclosures

L01-3012


ARTICLES OF AMENDMENT
(INCLUDING CHANGE OF REGISTERED OFFICE AND AGENT)
TO
ARTICLES OF ORGANIZATION OF
WGWD, LLC,
A FLORIDA LIMITED LIABILITY COMPANY

WGWD, LLC, a Florida limited liability company (the Company") hereby amends its Articles or Organization pursuant to Section 608.411, Florida Statutes.

1. The date of filing of the Articles of Organization for the Company was February 27, 2001.
2. The document number of the Company is L01000003012.
3. The following amendments to the Articles of Organization were adopted by the Company:

- a. CHANGE IN ADDRESS: The mailing address and street address of the principal office of the Company is hereby amended to be:

c/o Bayshore Land Group, Inc.
6710 Main Street, Suite 233
Miami Lakes, Florida 33014

- b. CHANGE IN REGISTERED AGENT: The name of the registered agent and the registered office address as shown in the records of the Florida Department of State are:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

The name and address of the new registered agent and office are:

Christopher J. MacNair
c/o Bayshore Land Group, Inc.
6710 Main Street, Suite 233
Miami Lakes, Florida 33014

- c. MANAGEMENT CHANGE: The limited liability company is no longer a manager-managed company and shall hereafter be managed by the member(s).

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in which the Company may wish to conduct business.

6. Dissolution. The Company shall dissolve, and its affairs shall be wound up upon the first to occur of the following: (a) the written consent of the Member(s), or (b) the entry of a decree of judicial dissolution under the appropriate section of the Act.
7. Additional Contributions. The Member(s) is not required to make any additional capital contribution to the Company.
8. Allocation of Profits and Losses. The Company's profits and losses shall be allocated in proportion to the capital contributions of the Member(s).
9. Distributions. Distributions shall be made to the Member(s) at the times and in the aggregate amounts determined by the Member(s).
10. Assignments. A Member may not assign in whole or in part his limited liability company interest.
11. Admission of Additional Members. One (1) or more additional members of the Company may be admitted to the Company with the consent of the existing Member(s).
12. Liability of Member(s). The Member(s) shall not have any liability for the obligations or liabilities of the Company except to the extent provided in the Act.
13. Governing Law. This Agreement shall be governed by, and construed under, the laws of the State of Florida, all rights and remedies being governed by said laws.

IN WITNESS WHEREOF, the undersigned Member(s), intending to be legally bound hereby, have duly executed this Operating Agreement as of the 9th day of October, 2001.

Bayshore Land Group, Inc.

By: 

Christopher J. MacNair
Vice President / Registered Agent

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