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REFERENCE: 208538 4309406

AUTHORIZATION

ORDER DATE: July 3, 2001

ORDER TIME: 10:48 AM

ORDER NO. : 208538-005

CUSTOMER NO: 4309406

CUSTOMER: Preston Cockey, Esq

Gray, Harris & Robinson, P.A.

Suite 1400

501 East Kennedy Blvd.

Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: SANTA BARBARA-NICHOLAS, LLC

EFFICTIVE DATE:

900004458079--4

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: Betty Young -- EXT# 1112

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF ORGANIZATION

OF

SANTA BARBARA-NICHOLAS, LLC

The following provisions of the Articles of Organization of SANTA BARBARA-NICHOLAS, LLC, a Florida limited liability company, as filed with the department of State on March 14, 2001, are hereby amended in accordance with Section 608.411 of the Florida Statutes, to read as follows:

Paragraphs 3, 4 and 5 of the Articles of Organization are hereby deleted in their entirety, and the following provisions are substituted therefore:

- 3. REGISTERED AGENT AND OFFICE. The name of the initial registered agent of the Company is Preston O. Cockey, Jr. The street address of the initial registered agent of the Company is 501 East Kennedy Blvd., Suite 1400, Tampa, Florida 33602.
- 4. MANAGEMENT OF THE COMPANY. The Company shall be managed by a managing member or managing members, in accordance with the Operating Agreement adopted by all of the members, and is therefore a member-managed company.
- 5. OPERATING AGREEMENT. The managing member or members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The foregoing Amendments were adopted by unanimous written action of the Class A Members of the Company on April 2, 2001, in accordance with the Company's Operating Agreement.