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LIMITED LIABILITY AMENDMENT

EMERALD KEY, L.L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
EMERALD KEY, L.L.C.**

The undersigned, Authorized Representative of the Members of EMERALD KEY, L.L.C., a limited liability company organized and existing under and by virtue of the Florida Limited Liability Company Act (the "Company"), does hereby certify:

1. The name of the Company is EMERALD KEY, L.L.C.
2. The Articles of Organization of the Company were filed with the Florida Department of State, Division of Corporations, on April 3, 2001.
3. The following provision of the Articles of Organization of the Company be and it hereby is amended in the following particulars:

Article X be and it hereby is amended to read in its entirety as follows:

ARTICLE X. MANAGEMENT

The Company shall be managed by Mark Meyers, as manager/director, at 3015 N. Ocean Boulevard, Suite 108A, Ft. Lauderdale, FL 33308. The manager may adopt Regulations for the management of the business and affairs of the Company. The Regulations may contain any provisions for the regulation and management of the business and affairs of the Company, not inconsistent with Florida law or the Articles.

4. The foregoing amendment was unanimously adopted by the members of the Company by written consent dated April 7, 2001.

IN WITNESS WHEREOF, the undersigned Authorized Representative of the Members of the Company has executed this Amendment this 9th day of April, 2001.


Gregory A. Martin,
Authorized Representative

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