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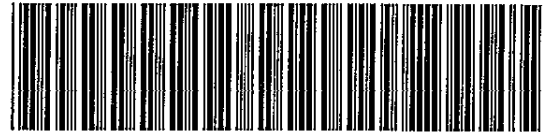
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TALLAHASSEE, FLORIDA

12-10-02

STUMP, STOREY & CALLAHAN, P.A.

ATTORNEYS AND COUNSELORS AT LAW

JOHN R. STUMP
PHILIP D. STOREY
W. SCOTT CALLAHAN
D. PAUL DIETRICH II

37 N. ORANGE AVENUE (32801)
SUITE 200
POST OFFICE BOX 3388
ORLANDO, FLORIDA 32802-3388
TELEPHONE (407) 425-2571
TELECOPIER (407) 425-0827
E-MAIL: GENERAL @ STUMPLAW.COM

MARY M. STEWART
SCOTT C. ROBERTS
JAMES A. BOATMAN, JR.
VIKTORIA COLLINS
OF COUNSEL
DOUGLAS C. SPEARS*
Board Certified Civil Trial Lawyer*

Writer's direct email address:
wsc@stumplaw.com

December 5, 2002

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

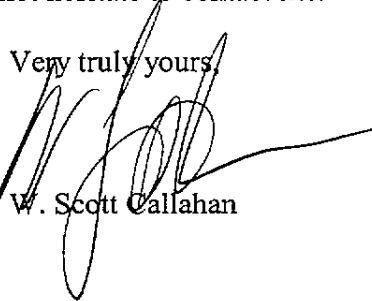
Re: Earthmark Companies, LLC

Dear Division of Corporations:

Enclosed herein please find the original Articles of Amendment to Articles of Organization for Earthmark Companies, LLC, and this firm's check in the amount of \$25.00 for the filing fee.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



W. Scott Callahan

WSC/lg
Enclosures
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TALLAHASSEE FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
EARTHMARK COMPANIES, LLC,
a Florida limited liability company**

FIRST: The date of filing of the Articles of Organization was October 22, 2001.

SECOND: The following amendment to the Articles of Organization was adopted by the Limited Liability Company:

Article IV - Management is amended to read as follows:

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as managers are:


Michael E. Rosen
c/o Coolidge-Ft. Myers Realty Limited Partnership
2250 Avenida del Vera
North Ft. Myers, Florida 33917

Dave Clark
c/o Coolidge-Ft. Myers Realty Limited Partnership
2250 Avenida del Vera
North Ft. Myers, Florida 33917

Douglas Cordello
c/o Coolidge-Ft. Myers Realty Limited Partnership
2250 Avenida del Vera
North Ft. Myers, Florida 33917

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Dated this 5th day of December, 2002.



Michael E. Rosen, as Managing Member