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L01000018517

November 7, 2001

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*****35.00 *****35.00

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

SUBJECT: ARTICLES OF AMENDMENT (L01000018517)

Enclosed are the Articles of Amendment for Southeastern Investments, L.L.C. and a check in the amount of \$35.00 for the filing fee.

If you have any questions or concerns regarding the enclosed, please do not hesitate to contact me at 850-231-3465.

FROM: FRANKLIN H. WATSON, P.A.
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SOUTHEASTERN INVESTMENTS, L.L.C.
A Florida Limited Liability Company**

DOCUMENT NUMBER: L01000018517

FIRST: The date of filing of the Articles of Organization was October 24, 2001.

SECOND: The following amendment(s) to the Articles of Organization were adopted by the Limited Liability Company:

ARTICLE IV - MANAGERS:

The name and address of the Managers and Directors of the Company have been changed to:

John R. Chilton, 970 Hwy. 98 E., Unit 404, Destin, FL 32541

ARTICLE V - MEMBERS:

The Members of the Company have been changed in the following manner:

Bob Darnell, 970 Hwy. 98 E., Unit 404, Destin, FL 32541 has been deleted.

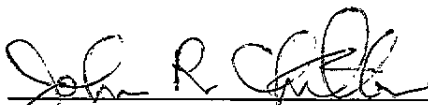
The name and address of the Member(s) of the Company is/are:

John R. Chilton, 970 Hwy 98 E., Unit 404, Destin, FL 32541.

The foregoing amendment to articles of incorporation was duly adopted on October 31, 2001.

The amendment was adopted by the Managers, no member action required.

In witness whereof, the undersigned Manager(s) of this company has executed these articles of amendment on October 31, 2001.



John R. Chilton, Acting Manager



Bob Darnell, Resigning Manager

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TALLAHASSEE, FLORIDA