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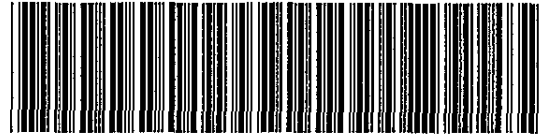
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CONROY, COLEMAN & HAZZARD, P.A.

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November 25, 2002

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BOARD CERTIFIED REAL ESTATE LAWYER
ROBERT L. CROWN
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WILLIAM J. HAZZARD
DAMIAN C. TAYLOR

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

Re: **Articles of Amendment to Articles of Organization / Craven-Del Prado,
L.L.C.**

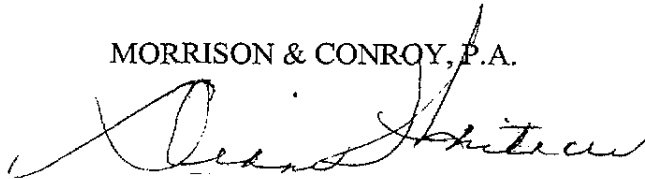
Dear Sir/Madam:

Enclosed please find the original and one copy of an Articles of Amendment for the above-referenced limited liability company. Also enclosed you will find our check in the amount of Twenty-five Dollars (\$25.00), your fee for this filing.

Should you have any questions, please feel free to call. Otherwise, your prompt attention to this matter is appreciated.

Very truly yours,

MORRISON & CONROY, P.A.



Diane Whitacre
Paralegal

Encl.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
CRAVEN-PELICAN BAY / DEL PRADO, L.L.C.
a Florida limited liability company**

FIRST: The date of filing of articles of organization was December 14, 2001.

SECOND: The following amendment to the Articles of Organization was adopted by the limited liability company:

Article VI "Management" is hereby deleted in its entirety and in its place is inserted the following:

The Company is to be managed by managers appointed by the members, as further provided in the Company's operating agreement. No member other than managers or the managing members are agents of the Company or have the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company, each of whom, individually shall have that authority. The name and address of the managers are:

1) Richard Craven
5200 Willson Road, #201
Edina, Minnesota 55424

AND

2) Richard A. Lauer
26811 South Bay Drive, Suite 115
Bonita Springs, Florida 34134

or

James A. Nashman
26811 South Bay Drive, Suite 115
Bonita Springs, Florida 34134

Dated: November 18th, 2002.


Signature of a member or authorized representative of a member

JAMES A. NASHMAN

AFFIDAVIT
AND
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