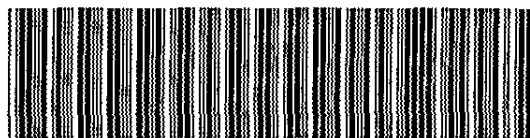


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Richard Crocker

305-797-6852

or

305-293-8995

Thanks for your help.

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CROCKER REALTY, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was JANUARY 15, 2002

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

CHANGE ARTICLE I:

FROM: The name fo the Limited Liability Company is: Crocker Realty, LLC

TO: The name of the Limited Liability Company is: Conch Republic Realty, LLC

CHANGE ARTICLE II

FROM: The street address of the principal office of the Limited Liability Company is: 838 Olivia St., Key West, FL 33040

TO: The street address of the principal office of the Limited Liability Company is: 5500 5th Ave., Key West, FL 33040

CHANGE ARTICLE III:

FROM: The name and Florida Street address of the registered agent is: Richard B Crocker, 838 Olivia St., Key West, FL. US FL

TO: The name and Florida Street address of the registered agent is: Richard B Crocker, 2 Calle Uno, Key West, FL 33040

Dated February 5, 2003



Signature of a member or authorized representative of a member

Richard B. Crocker

Typed or printed name of signee

Filing Fee: \$25.00