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SECRETARY OF STATE

05 OCT 27 AM 9:49
DIVISION OF CORPORATION



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 674256 7274201
AUTHORIZATION : *Patricia Tjelt*
COST LIMIT : \$ 25.00

ORDER DATE : October 26, 2005

ORDER TIME : 5:22 PM

ORDER NO. : 674256-005

CUSTOMER NO: 7274201

FILED
OCT 27 AM 9:26
STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: CORNERSTONE HOMES, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Jamela Fordyce -- EXT# 2936

EXAMINER'S INITIALS: _____

AMENDMENT TO THE ARTICLES
OF ORGANIZATION OF
CORNERSTONE HOMES, LLC

FILED
05 OCT 27 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of Amending the Articles of Organization of Cornerstone Homes, LLC under Section 608.411, of the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file this Amendment to the Articles of Organization of Cornerstone Homes, LLC. The original Articles of Organization were filed with the Florida Department of State on March 5, 2002. The Amendment is set forth as follows:

1. The name of this Company is Cornerstone Homes, LLC.
2. The Articles of Organization of Cornerstone Homes, LLC have been amended by deleting Article V in its entirety and by substituting in lieu thereof the following Article:

"ARTICLE V: MANAGEMENT BY MANAGER

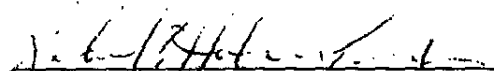
The Company shall be managed by Poole Management Company."

3. In accordance with Florida Statutes, Section 608.411, the referred to amendment was adopted by the Company on October 1st, 2005, and written consent to the said Amendment was given on October 1st, 2005 by the holders of a majority in interest of the Members of the Company.

4. Upon the filing of these Articles of Amendment by the Department of State, the above referred to amendment shall become effective and the Articles of Organization of Cornerstone Homes, LLC shall be deemed to be amended accordingly.

DATED this 1st day of October, 2005.

Poole Management Company,
Managing Member of Cornerstone
Homes, LLC

A handwritten signature in black ink, appearing to read "Lockwood P. Holmes", is written over a horizontal line.

By: Lockwood P. Holmes
Its: President