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To:
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    Fax Number    : (850)205-0383

From:
    Account Name   : DONALD W. MILLER, P.A.
    Account Number : I20020000142
    Phone          : (561)366-7000
    Fax Number     : (561)721-9641
```

L02-115O6

03 DEC -3 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED AND FILED

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DIVISION OF CORPORATION
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LIMITED LIABILITY AMENDMENT

BEACHWALK PROJECT, L.C.

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AMENDED ARTICLES
OF ORGANIZATION
FOR
BEACHWALK PROJECT, L.C.

The undersigned, as Managing Member amends the original Articles of Organization for Beachwalk Project, L.C., organized on May 13, 2002 as follows:
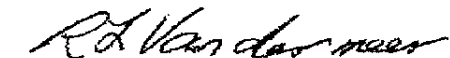
ARTICLE I
NAME

The name of the Limited Liability Company shall be: U.S. LAND HOLDINGS, LLC

IN WITNESS WHEREOF, I have subscribed my name this _3rd_ day of December, 2003.
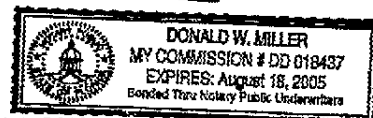
SANDPIPER, L.C.

By: Richard Vandermeer, as President
of U.S. Land Company, Inc., Managing Member

STATE OF FLORIDA
COUNTY OF PALM BEACH

  On this _3rd_ day of December, 2003, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Richard Vandermeer, as President of U.S. Land Company, Inc., Managing Member, of Sandpiper, L.C., a Florida limited liability company, personally known to me to be the person whose name is subscribed to the within instrument, and he acknowledged that he executed the same for the purposes therein contained.

  IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public
My Commission Expires:

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