

L020000 11507

U.S. Land Company, Inc.
228 Arcadia Terrace
Celebration, FL 34747.

August 10, 2002

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

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

Re: Sandpiper, LLC

Dear Sir or Madam:

Enclosed please find the original and one copy of the Amended Articles of Organization for the above referenced entity to be filed with the Florida Secretary of State. Please return the file stamped copy in the envelope provided.

Also enclosed is my firm check in the amount of \$35.00 to cover the filing fees.

If you have any questions regarding this matter, please do not hesitate to contact me.

Very truly yours,



Richard L. Vandermeer

Encl.

FILED
02 SEP 11 AM 11:31
TALLAHASSEE, FLORIDA

AMENDED ARTICLES
OF ORGANIZATION
FOR
SANDPIPER, L.C.

02 SEP 11 AM 11:31
TALLAHASSEE, FLORIDA

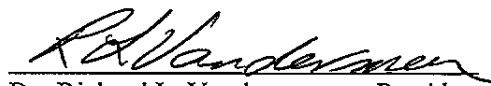
The undersigned, amends the original Articles of Organization for Sandpiper, L.C. as follows:

ARTICLE IV
MANAGEMENT

The management of Sandpiper, L.C. shall be vested pursuant to an Operating Agreement in the following Manager, who shall be appointed by the members. The name and street address of the manager is U.S. Land Company, Inc. located at 228 Arcadia Terrace, Celebration, FL 34747.

IN WITNESS WHEREOF, I have subscribed my name this 26 day of August, 2002.

SANDPIPER, L.C.


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

STATE OF FLORIDA
COUNTY OF Osceola

On this 26th day of August, 2002, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Richard L. 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.

Julie M. Day
Notary Public
My Commission Expires:



Julie M. Day
MY COMMISSION # CC839715 EXPIRES
August 6, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
02 SEP 11 AM 11:31
TALLAHASSEE, FLORIDA