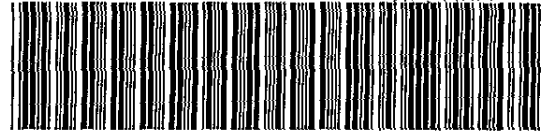


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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ROBERT H. BERNTSSON
MIKO P. GUNDERSON
DEAN HANEWINCKEL
SCOTT D. ITTERSAGEN
ROBERT F. KOCH
MICHAEL R. MCKINLEY
THOMAS P. McLENNON
JERRY S. PAUL
ALBERT J. TISEO, JR.

December 23, 2002

18401 MURDOCK CIRCLE
PO BOX 228
CHARLOTTE, FLORIDA 33948-1088
(941) 627-1000
TELEFAX (941) 255-0684
E-MAIL mgunderson@migblaw.com
STATE
TALLAHASSEE, FLORIDA

1861 PLACIDA ROAD, SUITE 204
ENGLEWOOD, FLORIDA 34223-4949
(941) 474-7713
TELEFAX (941) 474-8276
E-MAIL mgunderson@migblaw.com

Reply To:

Englewood

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

Attn: Amendment Division

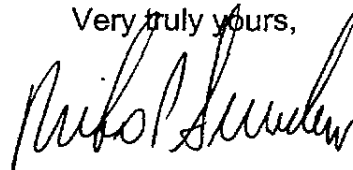
Re: Articles of Amendment to Articles of Organization
of LAKE AWESOME, LLC

Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Amendment to Articles of Organization of LAKE AWESOME, LLC amending the name to CARIBBEAN BAY CLUB, LLC. Also enclosed is our firm's check No. 047891 in the sum of \$25 to cover your fee for this service.

Please advise if you require anything further.

Very truly yours,



Miko P. Gunderson

MPG:mcs
Enclosures
5273216

ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
LAKE AWESOME, LLC

FILED
02 DEC 26 AM 11:2
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provisions of the Articles of Organization of LAKE AWESOME, LLC, a Florida limited liability company, filed in Tallahassee on May 28, 2002, be and they hereby are amended in the following particulars:

ARTICLE I - Name be and it is hereby amended to change the name of the limited liability company to **CARIBBEAN BAY CLUB, LLC..**

2. The foregoing amendment was adopted by the sole member of the limited liability company on December 16, 2002.

IN WITNESS WHEREOF, the undersigned member of this limited liability company has executed these Articles of Amendment this 16th day of December, 2002.

Witnesses:

LAKE AWESOME, LLC, a Florida
limited liability company

Gianna M. White
Name: GIANNA M. WHITE

By: Jacques Cloutier
JACQUES CLOUTIER, as Member

Daniela Gordon
Name: Daniela Gordon

STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 16th day of December, 2002, by JACQUES CLOUTIER, as Member of LAKE AWESOME, LLC, a Florida limited liability company, who is personally known to me or who has produced _____ as identification and who did not take an oath.

Gianna M. White
Notary Public, State of Florida
My Commission Expires:

52682a03



Gianna M. White
MY COMMISSION # CC924602 EXPIRES
July 4, 2004
BONDED THRU TROY FAIN INSURANCE, INC.