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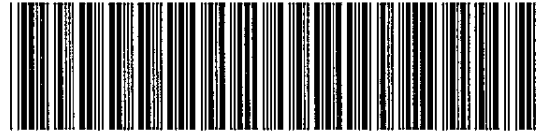
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

HALLANDALE RESORT INN, LLC
(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was ^{07/05}~~October 24, 2002~~.

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

1. The name of the organization shall be changed to: HALLANDALE RESORT INN, LLC.
2. Company is to be managed by the members, the members of the company are:
 1. David Hempel
703 NE 7th Street
Hallandale, FL 33009
 2. Esther Hempel
703 NE 7th Street
Hallandale, FL 33009

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated 11/9/04

Esther Hempel Manager
(Signature of a member or authorized representative of a member)

ESTHER HEMPEL
(Typed or printed name of signee)

Filing Fee: \$25.00