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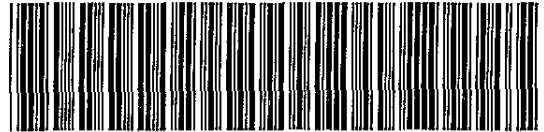
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Bernard S. Peck

Member FL & CT Bars

Daniel D. Peck

Member FL & CT Bars

Craig D. Blume

Member FL Bar

Christopher H. Burrows

Member FL Bar

Peck & Peck

Attorneys at Law

Suite 103, Wachovia Bank Building

5801 Pelican Bay Boulevard

Naples, Florida 34108

Telephone
(239) 566-3600

Facsimile
(239) 566-3977

July 9, 2003

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Monteleon Development Company, L.L.C.

Ladies and Gentlemen:

Enclosed please find a Certificate of Amendment of Articles of Organization of Monteleon Development Company, L.L.C., along with an extra copy to be stamped and returned to our office. We also enclose a check in the amount of \$25 representing the filing fee.

Thank you for your assistance in this matter.

Sincerely,



Craig D. Blume

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Enc.

cc: Gonzalo Sepulveda, Jr.

**CERTIFICATE OF AMENDMENT OF ARTICLES OF ORGANIZATION OF
MONTELEON DEVELOPMENT COMPANY, L.L.C.,
A LIMITED LIABILITY COMPANY**

THIS IS TO CERTIFY THAT:

FIRST: This Certificate amends the Articles of Organization (the "Articles") of Monteleon Development Company, L.L.C.

SECOND: The Articles were filed with the Florida Department of State on July 5, 2002.

THIRD: ARTICLE IV of the Articles previously provided as follows:

"The limited liability company is to be managed by the Members and the names and addresses of the managing Members are:

Gonzalo Sepulveda, Jr.	284 Winners Circle, No.3, Naples, Florida 34112
Gonzalo Sepulveda	284 Winners Circle, No.3, Naples, Florida 34112

Any Operating Agreement setting forth regulations of the company as defined in Florida Statutes section 608.402(24) must be in writing and signed by all the initial Members."

FOURTH: ARTICLE IV of the Articles, as amended, provides as follows:

"The limited liability company is to be managed by the Members and the names and addresses of the managing Members are:

Gonzalo Sepulveda, Jr.	284 Winners Circle, No. 3, Naples, Florida 34112
Gonzalo Sepulveda	284 Winners Circle, No. 3, Naples, Florida 34112
Ronald A. Maseo	11140 Hyacinth Place, Bradenton, Florida 34202

Any Operating Agreement setting forth regulations of the company as defined in Florida Statutes section 608.402(24) must be in writing and signed by all the initial Members."

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed and is being filed in accordance with Florida Statutes section 608.411 this 9th day of July, 2003.


Craig D. Blume, Esq.

Attorney for Monteleon Development Company, L.L.C.

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