



# LO2 000022062

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AUTHORIZATION : *Patricia Pigute*

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02 SEP 16 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : September 16, 2002

ORDER TIME : 9:03 AM

ORDER NO. : 744853-005

CUSTOMER NO: 3487A

CUSTOMER: Holly M. Hawk, Esq  
Icard Merrill Cullis Timm  
2033 Main Street  
Suite 600  
Sarasota, FL 34237

RECEIVED  
02 SEP 16 AM 10:30  
DIVISION OF CORPORATION

DOMESTIC AMENDMENT FILING

NAME: BURNT STORE HEAD END, L.L.C.

EFFECTIVE DATE:

700007769257--5

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore -- EXT# 1147

EXAMINER'S INITIALS:                     

*LO2-22062*  
*OK*

**ARTICLES OF AMENDMENT  
OF THE  
ARTICLES OF ORGANIZATION OF  
BURNT STORE HEAD END, L.L.C.  
a Florida limited liability company**

FILED  
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TALLAHASSEE, FLORIDA

**ARTICLE 1. - NAME**

The name of this limited liability company is **BURNT STORE HEAD END, L.L.C.** (the "Company").

**ARTICLE 2. - DATE OF FILING OF ARTICLES OF ORGANIZATION**

The Articles of Organization of the Company were filed by the State of Florida on August 26, 2002.

**ARTICLE 3. - AMENDMENT TO CHANGE PURPOSE AND POWER**

Article III of the original Articles of Organization of **BURNT STORE HEAD END, L.L.C.**, is hereby deleted in its entirety, and the following is substituted in lieu therefor:

**"ARTICLE III - PURPOSE AND POWER**

The business of the Company shall be to carry on any lawful business or activity in accordance with applicable law, and to have and exercise all of the powers, rights and privileges which a limited liability company organized pursuant to the Florida Act may have and exercise. Title to real estate and to other assets acquired by the Company shall be held in the name of the Company. In carrying out the purposes of the Company, but subject to all other provisions of this Agreement, the Company shall have all powers and rights of a limited liability company organized under the Florida Act, to the extent such powers and rights are not proscribed by the Articles. Notwithstanding the foregoing, the Company shall not have the power to pledge, encumber, transfer, or convey and of its assets, and the Company shall not have the power to borrow any monies from any person or entity.

**ARTICLE 4. - AMENDMENT TO CHANGE MANAGEMENT**

Article VI of the original Articles of Organization of **BURNT STORE HEAD END, L.L.C.**, is hereby deleted in its entirety, and the following is substituted in lieu therefor:

**"ARTICLE VI - MANAGEMENT**

The Company shall be manager-managed as provided in the Operating Agreement. The name and address of the initial Co-Managers of the Company are:

Digital Community Networks, Inc.  
4050 20<sup>th</sup> Street West  
Bradenton, FL 34201

and

Troy H. Myers, Jr.  
2033 Main Street, Suite 600  
Sarasota, FL 34237

**ARTICLE 5. - DATE OF THE AMENDMENT'S ADOPTION**

The amendment changing the Company to be a manager-managed Company, the appointment of the above Co-Managers, and the amendment changing the purposes and power of the Company, was adopted by the sole Member and Co-Managers of the Company on September 13, 2002.

**ARTICLE 6. - ADOPTION OF THE AMENDMENT**

The amendment changing the Company to be a manager-managed Company, the appointment of the above Co-Managers, and the amendment changing the purposes and power of the Company was adopted by the sole Member and Co-Managers of the Company. The number of votes cast for the Amendment by the sole Member was sufficient for approval under Florida Statutes and the Operating Agreement of the Company.

**ARTICLE 7. - EFFECTIVE DATE OF AMENDMENT**

The Amendments to change the Company shall be effective upon the filing of the Articles of Amendment with the Secretary of State of the State of Florida.

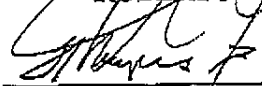
The undersigned, as Co-Managers and sole Member of the Company, have executed the Articles of Amendment of the Articles of Organization on September 13, 2002.

**"CO-MANAGERS"**

DIGITAL COMMUNITY NETWORKS, INC., a  
Florida corporation, as Co-Manager

By: 

ROBERT M. MISCAVAGE, President

  
TROY H. MYERS, JR., as Co-Manager**"SOLE MEMBER"**

DIGITAL COMMUNITY NETWORKS, INC., a  
Florida corporation, as Sole Member

By: 

ROBERT M. MISCAVAGE, President

I hereby certify that I am the duly elected secretary of the aforementioned Company, and that the foregoing Amendment to the Articles of Organization of the Company was approved by the Co-Managers and the sole Member of the aforementioned Company.

DIGITAL COMMUNITY NETWORKS, INC., a  
Florida corporation, as Secretary

By: 

ROBERT M. MISCAVAGE, President