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LIMITED LIABILITY AMENDMENT

LOPER, L.L.C.

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FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

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January 29, 2003

14340 BISCAYNE BLVD LLC
14340 BISCAYNE BLVD.
NORTH MIAMI, FL 33181

SUBJECT: 14340 BISCAYNE BLVD LLC
REF: L02000026987

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You submitted a fax audit cover page with the name 14340 Biscayne Blvd but the document you submitted with it was for Loper, L.L.C.. Each document has the same fax audit number on it. Please correct your documents.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 82814

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TOTAL P.04

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
LOPER, L.L.C.

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The undersigned member of Loper, L.L.C., a limited liability company organized and existing under the laws of the State of Florida (the "Company"), in order to amend the Company's Articles of Organization in accordance with the requirements of Chapter 608, Florida Statutes, hereby executes these Articles of Amendment to the Company's Articles of Organization, and sets forth as follows:

1. The name of the Company is as follows:

Loper, L.L.C.

2. The date of filing of the Company's Articles of Organization was October 11, 2002.

3. The first amendment to the Company's existing Articles of Organization is to delete Article I thereof and to substitute in its place the following:

ARTICLE I

Name

The name of this limited liability company shall be:

Bluewater, L.L.C.

4. The second amendment to the Company's existing Articles of Organization is to delete Article V thereof and to substitute in its place the following:

ARTICLE V

Management

Except for rights that are specifically reserved to the members in the Operating Agreement or these Articles, management of the Company shall be vested in its manager(s). Accordingly, the Company shall be a manager-managed company.

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5. The effects of the foregoing amendments are to (i) change the Company's name from "Loper, L.L.C." to "Bluewater, L.L.C.", (ii) change the Company from a member-managed company to a manager-managed company, and (iii) reflect that the Company may have multiple members.

6. These Articles of Amendment to the Articles of Organization shall be effective immediately upon filing by the Secretary of State of the State of Florida, all required taxes and fees having been paid.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.407, Florida Statutes, has executed these Articles of Amendment to the Articles of Organization for the uses and purposes therein stated.

By: 

L. Lowry Baldwin, as Trustee of the
L. Lowry Baldwin Revocable Family Trust
dated March 27, 1997, Member

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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