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TALLAHASSEE, FLORIDA

FILED

per Grwin 2-3-03 - add date of original filing

JP 2-3-03

IRWIN S. GARS; ESQUIRE

January 30, 2003
Via UPS 1ZF4903E2210013027

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Gables Towne, LLC - Articles of Amendment of Articles of Organization

Dear Sir or Madam:

I am transmitting herewith two original, fully executed Articles of Amendment of Articles of Organization of Gables Towne, LLC, a Florida Limited Liability Company. I am also transmitting a check \$55.00 in payment of the \$25.00 filing fee and \$30.00 certified copy fee.

Please file the Amendment and return the certified copy to the undersigned in the enclosed UPS envelope at your earliest convenience.

Thank you for your prompt attention and cooperation.

Sincerely,


IRWIN S. GARS

Enclosures

d: clients/Cohen/Sect of State-Amendment.013003

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TALLAHASSEE, FLORIDA
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**ARTICLES OF AMENDMENT OF ARTICLES OF ORGANIZATION
OF
GABLES TOWNE, LLC,
a Florida Limited Liability Company**

GABLES TOWNE, LLC, a Limited Liability Company (the "Company"), by its Manger, TOWNE PROPERTIES, INC., a Florida corporation (the "Manager"), and approved by its members, does hereby certify that:

The members of the Company, at a special meeting called and held on January 15, 2003 at 2:00 p.m. at the office of the Company, determined that it needed to correct the Articles of Organization of the Company. Upon motion duly made, seconded and carried, the following resolution was adopted:

BE IT RESOLVED that the Company, by its duly authorized Manager, take such actions as deemed necessary and advisable in order to effectuate the amendment to the Articles of Organization of GABLES TOWNE, LLC, a Limited Liability Company, to be effective as of January 15, 2003 to reflect the following:

That the Articles of Organization be amended to reflect that there are two (2) members of the Company, to-wit: ALBERT LORBER and CHARLOTTE LORBER. That TOWNE PROPERTIES, INC. is and shall be the sole Manager of the Company without being a member and without making a capital contribution to said Company.

BE IT RESOLVED that the Company, by its duly authorized Manager, take such actions as deemed necessary and advisable in order to effectuate the amendment to the Articles of Organization of GABLES TOWNE, LLC, a Limited Liability Company, to be effective as of January 16, 2003 to reflect the following:

That the Articles of Organization be amended to reflect that the name of the Company shall be changed to: TOWNE COMPANIES, LLC.

A special meeting of the members of the Company was held on January 15, 2003 at 2:00 p.m. at the offices of the Company and at said special meeting the aforementioned resolutions were duly adopted by the unanimous vote of all members present. *the LLC was originally filed on NOV. 20, 2002.*

IN WITNESS WHEREOF, said Manager of the Company caused these Articles of Amendment to be signed in its name by its President and by its Members on this 15th day of January, 2003.

THE ABOVE IS HEREBY RATIFIED
CONFIRMED AND APPROVED BY
GABLES TOWNE, LLC

GABLES TOWNE, LLC, by its Manager
TOWNE PROPERTIES, INC.

By: 
ALBERT LORBER, Member

By: 
CHARLOTTE LORBER, as President

By: 
CHARLOTTE LORBER, Member

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AND
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TALLAHASSEE, FLORIDA