

L02000033221

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LIMITED LIABILITY AMENDMENT
TRADITION REAL ESTATE, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
TRADITION REAL ESTATE, LLC

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FIRST: The Articles of Organization of Tradition Real Estate, LLC, a Florida limited liability company (the "Company"), document number L02000033221 were filed on December 11, 2002.

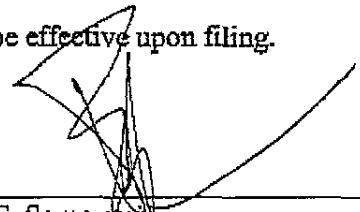
SECOND: The following amendment to the Articles of Organization of the Company was adopted:

Number 1 of the Articles of Organization of the Company is hereby deleted in its entirety and new number 1 is hereby inserted in its place to read as follows:

- 1. NAME. The name of the limited liability company is Tradition Health & Fitness, LLC (the "Company").

IN WITNESS WHEREOF, the undersigned, being the authorized signatory of the members, has duly executed this amendment to the Amended and Restated Articles of Organization on this the 13th day of February, 2003 for filing in accordance with Section 608.411 of the Florida Limited Liability Company Act.

These Amended Articles of Organization shall be effective upon filing.

By: 
Barry E. Somerstein,
Authorized Signatory of the Members