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December 27, 2004

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

In re: Captiva Equities, LLC

Dear Sir:

Enclosed herein for filing please find Amendment to Articles of Organization for Captiva Equities, LLC, together with check in the sum of \$55 representing filing fee \$25 and certified copy thereof \$30.

After same has been filed, please return the certified copy of the Amendment to the undersigned in the envelope provided.

Thank you.

Very truly yours,


James P. Hahn

/h

Enclosure

AMENDMENT TO ARTICLES OF ORGANIZATION FOR
CAPTIVA EQUITIES, LLC

FILED

2004 NOV 30 P 1:04

The undersigned, DONALD M. PICKARD and BETTY P. KAUCHER, as ^{MANAGERS OF} STATE _{FLORIDA}
managers of CAPTIVA EQUITIES, LLC, hereby amend the Articles of
Organization filed on January 6, 2003, effective January 1, 2003,
as follows:

ARTICLE IV

The Limited Liability Company is to be managed by one manager
and the name and address of the manager, who shall serve until
resignation, removal or replacement as provided in the Limited
Liability Company's Operating Agreement, is:

DONALD M. PICKARD
P. O. Box 490
Lakeland, FL 33802

Dated this 17th day of November, 2004.

CAPTIVA EQUITIES, LLC

By

Donald M. Pickard

Betty P. Kaucher
Betty P. Kaucher
Managers

STATE OF FLORIDA)
COUNTY OF POLK)

DONALD M. PICKARD and BETTY P. KAUCHER, as Managers of
CAPTIVA EQUITIES, LLC, have subscribed their names to this
Amendment to the Articles of Organization on the 17th day of
November, 2004.

Notary Public, State of Florida
at Large

GERALD L. BLACK
Notary Public, State of Florida
My comm. exp. May 8, 2008
Comm. No. DD 293183

My Commission expires: