

L03000002247

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAY 28 2003

SAINT ANDREWS BAY DEVELOPMENT, LLC

2605 Thomas Drive, Suite 150
Panama City Beach, Florida 32408
(850)230-8331

May 15, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

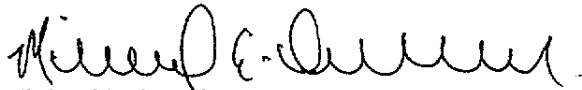
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TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Enclosed please find Articles of Amendment to Articles of Organization of St. Andrews Bay Development, LLC. The Articles of Organization were originally filed on January 21, 2003, document # L03000002247. Also enclosed is a check, made payable to Florida Department of State, in the amount of \$55.00, for the filing fee and the certified copy.

If you need further information, please call me at (850)230-8331. Thank you for your assistance.

Sincerely,



Michael E. Durden

enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

ST. ANDREWS BAY DEVELOPMENT, LLC

(Present Name)
(A Florida Limited Liability Company)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

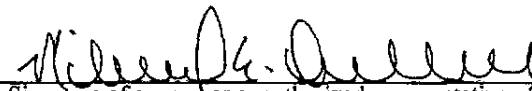
FIRST: The date of filing of the articles of organization was JANUARY 21, 2003

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

THE NAME AND ADDRESS OF THE MANAGING MEMBERS/MANAGERS ARE:

TITLE: MGR
RAIL MANAGEMENT CORPORATION
2605 THOMAS DRIVE
PANAMA CITY BEACH, FLORIDA 32408

Dated MAY 15, 2003



Signature of a member or authorized representative of a member

MICHAEL E. DURDEN

Typed or printed name of signee

Filing Fee: \$25.00