

LO3 0000006058

Destination Properties LLC
4482 Stonebridge Road
Destin, FL 32541

(City/State/Zip/Phone #)

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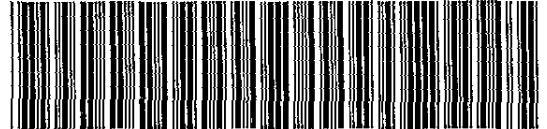
(Business Entity Name)

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

Destination Properties LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was 2/19/03

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

Amendment to Article II: The new street address of the principle office will be: 91 St. Simon Circle, Destin FL 32550

The Mailing Address will be: 91 St. Simon Circle, Destin FL 32550

Amendment to Article IV: New managing members will immediately be added to the company. Those members are as follows:

Phillip D. Miles and Toby S. Miles

The Percentage interest for Phillip D. Miles is 50%

The Percentage interest for Toby S. Miles is 10%

C. Denise Miles Percentage interest is reduced to 40%

Dated 1-12, 04

C. Denise Miles
Signature of a member or authorized representative of a member

C. Denise Miles, Current Managing Member

Typed or printed name of signee

Filing Fee: \$25.00

Notary Seal:

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TALLAHASSEE, FLORIDA

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