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NATIONAL RECREATIONAL PROPERTIES, INC.

Legal Department
One Mauchly
Irvine, California 92618
Telephone: (949) 699-4291
Facsimile: (949) 454-7456

October 19, 2004

Florida Secretary of State
Division of Incorporation
P. O. Box 6327
Tallahassee, Florida 32314

Re: **NATIONAL RECREATIONAL PROPERTIES OF PALM BAY, LLC**
NATIONAL RECREATIONAL PROPERTIES OF SUN 'N LAKES, LLC
NATIONAL RECREATIONAL PROPERTIES OF SUGARMILL, LLC
Articles of Amendment

Dear Sir:

Please find enclosed an original and one copy each of Articles of Amendment for the above-referenced entities, together with checks in the amount of \$25 each. Please file the originals and return the conformed copies to us in the envelope provided.

Thank you.

Very truly yours,

NATIONAL RECREATIONAL
PROPERTIES, INC.

Ethel George

Ethel George, Secretary to
Michael L. Schack
General Counsel

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Enclosures

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

NATIONAL RECREATIONAL PROPERTIES OF PALM BAY, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on April 7, 2003 and assigned document number L03000012415.

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

Article II

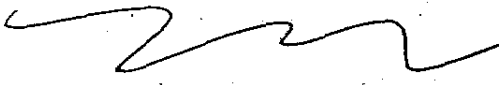
The street address of the principal office of the Limited Liability Company is:
ONE MAUCHLY
IRVINE, CA 92618

The mailing address of the Limited Liability Company is:
ONE MAUCHLY
IRVINE, CA 92618

Article III

The name and Florida street address of the registered agent is:
NATIONAL RECREATIONAL PROPERTIES OF FLORIDA, INC.
2630 Bobcat Village Center Road #B
North Port, FL 34286

Dated October 11, 2004.



Signature of a member or authorized representative of a member

Jeffrey P. Frieden, Manager

Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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