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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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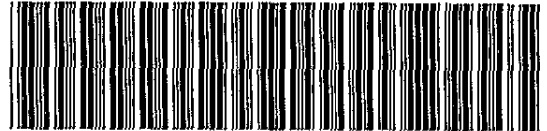
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY
TALLAHASSEE, FLORIDA

#25-CF

Thomas O. Wells
305.714.4360
twells@bergersingerman.com

November 6, 2003

Via Federal Express

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**Re: Rayo/Lerma Holdings 1, LLC
Rayo/Lerma Holdings 2, LLC
Rayo/Lerma Holdings 3, LLC
Rayo/Lerma Holdings 4, LLC
Rayo/Lerma Holdings 5, LLC
Rayo/Lerma Holdings 6, LLC
Rayo/Lerma Holdings 7, LLC
Rayo/Lerma Holdings 8, LLC**

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SECRETARY OF
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

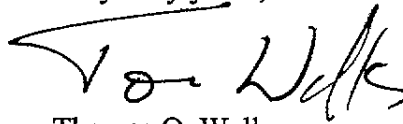
Enclosed is our firm's check in the amount of \$370 representing filing fees in connection with the referenced limited liability companies, as follows:

1. Articles of Amendment to Articles of Organization of Rayo/Lerma Holdings 1;
2. Articles of Amendment to Articles of Organization of Rayo/Lerma Holdings 2;
3. Articles of Amendment to Articles of Organization of Rayo/Lerma Holdings 3;
4. Articles of Amendment to Articles of Organization of Rayo/Lerma Holdings 4;
5. Articles of Amendment to Articles of Organization of Rayo/Lerma Holdings 5;
6. Articles of Amendment to Articles of Organization of Rayo/Lerma Holdings 8;
7. Statement of Change of Registered Office or Registered Agent or Both for Rayo/Lerma Holdings 6, LLC;
8. Statement of Change of Registered Office or Registered Agent or Both for Rayo/Lerma Holdings 7, LLC;
9. Resignation of Registered Agent for Rayo/Lerma Holdings 6, LLC; and
10. Resignation of Registered Agent for Rayo/Lerma Holdings 7, LLC.

Amendment Section
Division of Corporations
November 6, 2003
Page 2

Should you have any questions in connection with the foregoing, you may contact me at 305-714-4360 or my assistant, Althea Dyer, at 305-755-9500.

Very truly yours,



Thomas O. Wells

TOW:ad

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

93237-1

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

RAYO/LERMA HOLDINGS 1, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was June 13, 2003


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

Article 1

NAME

The name of the Company is changed from Rayo/Lerma Holdings 1, LLC.
The new name of the Company is LERMA HOLDINGS 1, LLC, effective as of the
date of this filing.

Dated October 28, 2003



Signature of a member or authorized representative of a member

Olga Lerma

Typed or printed name of signee

Filing Fee: \$25.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA