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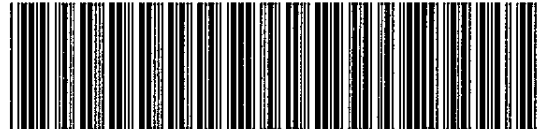
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
Dorothy A. Hudson
CHARTERED
SUITE 101
603 SEVENTEENTH STREET
VERO BEACH, FLORIDA 32960

BOARD CERTIFIED
REAL ESTATE ATTORNEY

TELEPHONE 772-564-9100
FACSIMILE 772-564-9194

February 3, 2005

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

RE: Articles of Amendment to Articles of Organization of Homes by Calton, LLC

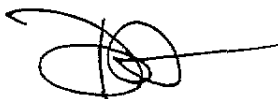
To Whom It May Concern:

Enclosed please find the Articles of Amendment to Articles of Organization of Homes by Calton, LLC, adding Laura A. Camisa, as Managing Member. Enclosed also is our check payable to the Secretary of State in the amount of \$33.75 representing the recording fee of amendment and Certified copy fee.

Please forward us a Certified copy of the Articles of Amendment to Articles of Organization in the envelope provided.

Thank you and please call if you should have any questions.

Yours very truly,



Dorothy A. Hudson
Attorney at Law
DAH/dd
Enclosure

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

LAW OFFICES
Dorothy A. Hudson
CHARTERED
SUITE 101
603 SEVENTEENTH STREET
VERO BEACH, FLORIDA 32960

BOARD CERTIFIED
REAL ESTATE ATTORNEY

TELEPHONE 772-564-9100
FACSIMILE 772-564-9194

February 9, 2005

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

RECEIVED
FEB 10 AM 9:55
TALLAHASSEE, FLORIDA

RE: Articles of Amendment to Articles of Organization of Homes by Calton, LLC

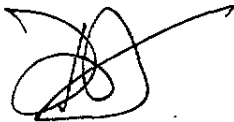
To Whom It May Concern:

Enclosed is a check no. 6805 in the amount of \$55.00 representing the recording fee of amendment and certified copy fee.

Please forward us a Certified copy of the Articles of amendment to Articles of Organization.

Thank you and please call if you should have any questions.

Yours very truly,



Dorothy A. Hudson
Attorney at Law
DAH/dd
Enclosure

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
HOMES BY CALTON, LLC
A Florida limited liability company**

FIRST: The date of filing of the Articles of Organization was June ~~24~~¹⁷, 2003.

SECOND: The following amendment to the Articles of Organization was adopted by the limited liability company:

Effectively immediately, Article VII shall be amended to delete said provision and in its place and stead, substitute the following:

The Company shall be managed by Manager Members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The signature of a single Manager Member is sufficient to bind the Company. The names and addresses of the Manager Members of the Company are:

Anthony J. Caldarone
2050 40th Ave
Vero Beach, FL 32960

Maria F. Caldarone
2050 40th Ave
Vero Beach, FL 32960

Laura A. Camisa
2050 40th Ave
Vero Beach, FL 32960

This Amendment shall be effective upon filing.

Dated January 31st, 2005.

Member


Maria F. Caldarone, Managing