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**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF ORGANIZATION  
OF PE LAND HOLDINGS, LLC**

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Pursuant to the provisions of Section 608.411, Florida Statutes, the undersigned company adopts the following Articles of Amendment to its Articles of Organization.

1. The name of the company is PE Land Holdings, LLC (the "Company").
2. The date of the filing of the Articles of Organization was June 19, 2003.
3. The following amendments of the Articles of Organization were adopted by the Company in the manner prescribed by the Florida Limited Liability Company Act:

Article III is amended by deletion of the address only, and by substitution of the following Article III, Nature of Business and Address:

**ARTICLE III**

Nature of Business and Address

This Company is organized for the purpose of engaging in all lawful activities and to do all other things which may be necessary or desirable in connection with the foregoing. The street address of the principal office of the Company is One Malaga Street, Saint Augustine, Florida 32084 and the mailing address is Post Office Box 1048, Saint Augustine, Florida 32085-1048.

Article IV is amended by deletion of the entire text thereof, and by substitution of the following Article IV, Registered Office and Agent:

**ARTICLE IV**

Registered Office and Agent

The street address of the registered office of the Company is One Malaga Street, Saint Augustine, Florida 32084, and the name of the registered agent of the Company at that address is Heidi J. Eddins.

4. The amendments were adopted by the sole member of the Company, Florida East Coast Industries, Inc.

Dated: Sept. 25, 2003

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**PE LAND HOLDINGS, LLC**

By: Florida East Coast Industries, Inc., a Florida corporation, as its sole member

By: [Signature]  
Robert W. Anestis, Chairman, President & CEO

Attest: [Signature]  
Heidi J. Eddins, Secretary

STATE OF FLORIDA  
COUNTY OF St. Johns

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of September, 2003, by Robert W. Anestis, as Chairman, President & CEO, and Heidi J. Eddins, as Secretary of Florida East Coast Industries Inc., the sole member of PE Land Holdings, LLC, a Florida limited liability company, on behalf of the company. They are personally known to me.

[Signature]  
Print Name Sherry C. Jones

NOTARY PUBLIC, State of Florida

**SHERRY C. JONES**  
Notary Public, State of Florida  
My comm. expires Jan. 22, 2006  
Comm No. DD 084231