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Broad and Cassel

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**BENEFICIAL DEVELOPMENT, LLC.**

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**ARTICLES OF AMENDMENT TO  
 ARTICLES OF ORGANIZATION  
 OF  
 BENEFICIAL DEVELOPMENT, LLC**

The undersigned, as all of the Members and Managers of Beneficial Development, LLC, a Florida limited liability company (the "Company"), desiring to amend the Articles of Organization of the Company pursuant to the terms of Chapter 608, Florida Statutes, the Florida Limited Liability Company Act (the "Act"), states as follows:

1. The current name of the Company is Beneficial Development, LLC.
2. The date of the filing of the original Articles of Organization of the Company was June 23, 2003.
3. The Articles of Organization of the Company are amended by deleting Article V in its entirety and inserting the following section in its place and stead:

Article V:

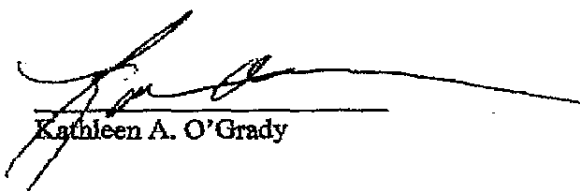
The Company is to be managed by Managers, except as provided in the Operating Agreement, and the names and addresses of the initial Manager is:

<u>Name</u>	<u>Address</u>
Donald W. Paxton	6455 Gateway Avenue, Suite A Sarasota, Florida 34231

IN WITNESS WHEREOF, the undersigned have executed this Amendment this 18th day of January, 2006.

MEMBERS:

  
 Donald W. Paxton

  
 Kathleen A. O'Grady

MANAGER:

  
 Donald W. Paxton

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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