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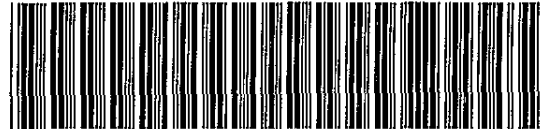
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03 SEP 16 AM 9:55
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 29, 2003

SUNSHINE HOLDINGS & INVESTMENTS, LLC
PO BOX 7806
PORT ST. LUCIE, FL 34985

SUBJECT: SUNSHINE HOLDINGS & INVESTMENTS, LLC
Ref. Number: L03000023052

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SUNSHINE HOLDINGS & INVESTMENTS, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 903A00048714

August 25, 2003

TO: DIVISION OF CORPORATIONS

RE: AMENDMENT TO SUNSHINE HOLDINGS & INVESTMENTS, LLC

FROM: SUNSHINE HOLDINGS & INVESTMENTS, LLC

PHONE : (772) 785-6384

RETURN ADDRESS: P O BOX 7806
PORT ST. LUCIE, FL 34985

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03 SEP 16 AM 9:55

SECRETARY OF
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SUNSHINE HOLDINGS & INVESTMENTS, LLC**

SECTION 605
TALLAHASSEE, FLORIDA

03 SEP 16 AM 9:55

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FIRST: THE DATE OF FILING OF THE ARTICLES OF ORGANIZATION WAS JUNE 24, 2003.

SECOND: THE FOLLOWING AMENDMENT(S) TO THE ARTICLES OF ORGANIZATION
WAS/WERE ADOPTED BY THE LIMITED LIABILITY COMPANY:

**ARTICLE I
NAME**

THE NAME OF THE LIMITED LIABILITY COMPANY SHALL BE: SUNSHINE HOLDINGS &
INVESTMENTS, LLC

**ARTICLE III
PURPOSE**

THE GENERAL PURPOSE FOR WHICH THE LIMITED LIABILITY COMPANY IS ORGANIZED
IS TO INVEST IN REAL ESTATE, REAL PROPERTY, AND ANY LAWFUL BUSINESS FOR
WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA.

**ARTICLE VII
POWERS**

THE COMPANY SHALL HAVE ALL THE POWERS GRANTED TO A LIMITED LIABILITY
COMPANY UNDER THE LAWS OF THE STATE OF FLORIDA.

**ARTICLE VIII
CONTINUATION OF BUSINESS**

THE REMAINING MEMBER(S) OF THE LIMITED LIABILITY COMPANY HAVE THE RIGHT TO
CONTINUE BUSINESS ON THE DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY, OF A
MEMBER OR MANAGER, OR UPON OCCURRENCE OF ANY OTHER EVENT THAT
TERMINATES THE CONTINUED MEMBERSHIP OF A MEMBER IN THE LIMITED LIABILITY
COMPANY.

ARTICLE IX INDEMNIFICATION

THE LIMITED LIABILITY COMPANY SHALL INDEMNIFY MANAGERS AND OFFICERS OF THE LIMITED LIABILITY COMPANY WHO WAS WHOLLY SUCCESSFUL, ON THE MERITS OR OTHERWISE IN THE DEFENSE OF ANY PROCEEDING TO WHICH THE MANAGER OR OFFICER WAS A PARTY BECAUSE THE MANAGER OR OFFICER IS OR WAS A MANAGER OR OFFICER OF THE LIMITED LIABILITY COMPANY AGAINST REASONABLE ATTORNEY FEES AND EXPENSES INCURRED BY THE MANAGER OR OFFICER IN CONNECTION WITH THE PROCEEDING. THE LIMITED LIABILITY COMPANY MAY INDEMNIFY AN INDIVIDUAL MADE A PARTY TO A PROCEEDING BECAUSE THE INDIVIDUAL IS OR WAS A MANAGER, OFFICER, EMPLOYEE OR AGENT OF THE LIMITED LIABILITY COMPANY AGAINST LIABILITY IF AUTHORIZED IN A SPECIFIC CASE AFTER DETERMINATION, IN A MANNER REQUIRED BY THE MEMBER(S), THAT INDEMNIFICATION OF THE MANAGER, OFFICER EMPLOYEE OR AGENT HAS MET THE STANDARD OF CONDUCT SET FORTH BY THE MEMBER(S). THE INDEMNIFICATION AND ADVANCEMENT OF THE ATTORNEY FEES AND EXPENSES FOR MANAGERS, OFFICERS, EMPLOYEES AND AGENTS OF THE LIMITED LIABILITY COMPANY SHALL APPLY WHEN SUCH PERSONS ARE SERVING AT THE LIMITED LIABILITY COMPANY'S REQUEST WHILE A MANAGER, OFFICER, PARTNER, TRUSTEE, EMPLOYEE OR AGENT OF ANOTHER FOREIGN OR DOMESTIC COMPANY, PARTNERSHIP, JOINT VENTURE, TRUST, EMPLOYEE BENEFIT PLAN OR OTHER ENTERPRISE, WHETHER OR NOT FOR PROFIT, AS WELL AS IN THEIR OFFICIAL CAPACITY WITH THE LIMITED LIABILITY COMPANY. THE LIMITED LIABILITY COMPANY ALSO MAY PAY FOR OR REIMBURSE THE REASONABLE ATTORNEY FEES AND EXPENSES INCURRED BY A MANAGER, OFFICER, EMPLOYEE OR AGENT OF THE LIMITED LIABILITY COMPANY WHO IS A PARTY TO A PROCEEDING IN ADVANCE OF FINAL DISPOSITION OF THE PROCEEDING. THE LIMITED LIABILITY COMPANY MAY ALSO PURCHASE AND MAINTAIN INSURANCE ON BEHALF OF AN INDIVIDUAL ARISING FROM THE INDIVIDUAL'S STATUS AS MANAGER, OFFICER, EMPLOYEE OR AGENT OF THE LIMITED LIABILITY COMPANY, WHETHER OR NOT THE LIMITED LIABILITY COMPANY WOULD HAVE POWER TO INDEMNIFY THE INDIVIDUAL AGAINST THE SAME LIABILITY UNDER THE LAW. ALL REFERENCES IN THESE ARTICLES OF ORGANIZATION OF THE LIMITED LIABILITY COMPANY ARE DEEMED TO INCLUDE ANY AMENDMENT OR SUCCESSOR THERETO. NOTHING CONTAINED IN THESE ARTICLES OF ORGANIZATION OF THE LIMITED LIABILITY COMPANY SHALL LIMIT OR PRECLUDE THE EXERCISE OF ANY RIGHT RELATING TO INDEMNIFICATION OR ADVANCE OF ATTORNEY FEES AND EXPENSES TO ANY PERSON WHO IS OR WAS A MANAGER, OFFICER, EMPLOYEE OR AGENT OF THE LIMITED LIABILITY COMPANY OR THE ABILITY OF THE LIMITED LIABILITY COMPANY OTHERWISE TO INDEMNIFY OR ADVANCE EXPENSES TO ANY SUCH PERSON BY CONTRACT OR IN ANY OTHER MANNER. IF ANY WORD, CLAUSE OR SENTENCE OF THE FOREGOING PROVISIONS REGARDING INDEMNIFICATION OR ADVANCEMENT OF THE ATTORNEY FEES OR EXPENSES SHALL BE HELD INVALID AS CONTRARY TO LAW OR PUBLIC POLICY, IT SHALL BE SEVERABLE AND THE PROVISIONS REMAINING SHALL NOT BE OTHERWISE AFFECTED. ALL REFERENCES IN THESE ARTICLES OF ORGANIZATION TO "MANAGER", "OFFICER", "EMPLOYEE" AND "AGENT" SHALL INCLUDE THE HEIRS, ESTATE, EXECUTORS, ADMINISTRATORS AND PERSONAL REPRESENTATIVES OF SUCH PERSONS.

03 SEP 16
TALLAHASSEE
SECRETARY

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ARTICLE X PROFITS AND LOSSES

THE MEMBERS SHALL BE ENTITLED TO THE NET PROFITS OR LOSSES ARISING FROM THE OPERATION OF THE LIMITED LIABILITY COMPANY BUSINESS THAT REMAINS AFTER THE PAYMENT OF THE BUSINESS EXPENSES OF THE LIMITED LIABILITY COMPANY. EACH MEMBER SHALL BE ENTITLED TO AN EQUAL DISTRIBUTIVE SHARE OF THE NET PROFITS OR LOSSES. THE DISTRIBUTIVE SHARE OF THE PROFITS OR LOSSES SHALL BE DETERMINED AND PAID OR CHARGED TO THE MEMBERS EACH YEAR ON THE ANNIVERSARY DATE OF THE FILING OF THE ARTICLES OF ORGANIZATION OF THE LIMITED LIABILITY COMPANY.

ARTICLE XI MEMBERSHIP

NO ADDITIONAL MEMBER(S) SHALL BE ADMITTED TO THE LIMITED LIABILITY COMPANY EXCEPT WITH THE UNANIMOUS WRITTEN CONSENT OF ALL THE MEMBER(S) OF THE LIMITED LIABILITY COMPANY AND UPON SUCH TERMS AND CONDITIONS AS SHALL BE DETERMINED BY ALL THE MEMBER(S).

A MEMBER MAY TRANSFER HIS OR HER INTEREST IN THE LIMITED LIABILITY COMPANY AS SET FORTH IN THE REGULATIONS OF THE LIMITED LIABILITY COMPANY, BUT THE TRANSFEREE HAS NO RIGHT TO PARTICIPATE IN THE MANAGEMENT OF THE BUSINESS AND AFFAIRS OF THE LIMITED LIABILITY COMPANY.

ARTICLE XII MEMBERS

THE MANAGERS OF THE LIMITED LIABILITY COMPANY SHALL BE ELECTED BY THE MEMBER(S) IN ACCORDANCE WITH REGULATIONS ADOPTED BY THE MEMBERS(S) FOR THE MANAGEMENT OF THE BUSINESS AND AFFAIRS OF THE LIMITED LIABILITY COMPANY. THESE REGULATIONS MAY CONTAIN ANY PROVISIONS FOR THE REGULATIONS AND MANAGEMENT OF THE AFFAIRS OF THE LIMITED LIABILITY COMPANY NOT INCONSISTENT WITH THE LAWS OF THESE ARTICLES OF ORGANIZATION. THE NAME(S) AND ADDRESS OF THE MEMBER(S) OF THE LIMITED LIABILITY COMPANY ARE:

JAMES ANTOINE
108 SE NARANJA AV
PORT ST. LUCIE, FL 34983

ROSE L ANTOINE
108 SE NARANJA AV
PORT ST. LUCIE, FL 34983

Dated: August 25, 2003

Signature of a member or authorized representative of a member

James Antoine

Typed or printed name of signee

Filing Fee: \$25.00

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SEP 16 AM 9:52
CLERK OF DISTRICT COURT
PORT ST. LUCIE, FL 34983