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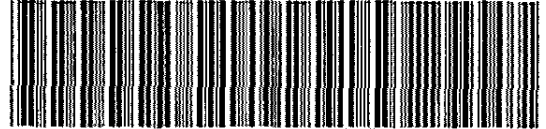
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Ford & Ford, P.A.

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Kathleen S. Ford
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April 29, 2004

VIA OVERNIGHT MAIL

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

RE: Amended Articles of Organization for Hillcrest Reserve, LLC – Name Change to Riverwood, LLC

To Whom It May Concern:

I enclose the original of the Amendment to the Articles of Organization in connection with the referenced company. Please file these Articles and return one (1) copy to this office by regular U.S. mail.

I also enclose a check made payable to the Florida Department of State in the amount of **\$25.00** in payment of the required filing fees.

If you have any questions with respect to this matter, please do not hesitate to contact us.

Sincerely,



Rita M. Holston
Legal Assistant

/rmh

Enclosures

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**ARTICLES OF AMENDMENT TO
THE ARTICLES OF ORGANIZATION
OF
HILLCREST RESERVE, LLC**

Hillcrest Reserve, LLC, a limited liability company organized and existing under the laws of the State of Florida, under the hand of the undersigned Managing Member and pursuant to Section 608.411 of the Florida Statutes, hereby certifies that on **April 28, 2004**, the Members of said company signed a written statement duly adopting and approving the following amendments to the Articles of Organization of the Company which were originally filed on **July 2, 2003**:

- (1) The name of the company is changed to: **RIVERWOOD, LLC**

All other provisions of the Articles of Organization shall remain in full force and effect and shall not be modified hereby.

The foregoing action was duly approved by the unanimous vote of the Members at a meeting of the Members and the subscriber to the Articles of Organization.

IN WITNESS WHEREOF, the undersigned has set his hand and seal as a duly authorized act of the Company this 28 day of April, 2004.

JES Properties, Inc.,
a Florida corporation, Managing Member

By: _____

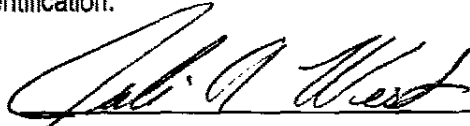
Douglas J. Weiland, President

(SEAL)

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STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 28 day of April, 2004, by Douglas J. Weiland, as President of JES Properties, Inc., a Florida corporation, as Managing Member of Hillcrest Reserve, LLC, a Florida limited liability company, on behalf of said company. He is personally known to me or has produced _____ as identification.



Print Name: _____

Notary Public for State of Florida (SEAL)

My Commission Expires: _____



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