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7211-16040

LIMITED LIABILITY AMENDMENT

FOXTROT NOVEMBER CHARLIE LLC

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 3, 2003

FOXTROT NOVEMBER CHARLIE LLC
P.O. BOX 431
PALM BEACH, FL 33480

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF AMENDMENT
FOR
FOXTROT NOVEMBER CHARLIE LLC**

The undersigned Member hereby files these Articles of Amendment amending the Articles of Organization for Foxtrot November Charlie LLC, a Florida limited liability company.

1. Name of Liability Company:

FOXTROT NOVEMBER CHARLIE LLC

2. Date of Filing of the Articles of Organization:

July 10, 2003

3. The Amendment to the Articles of Organization:

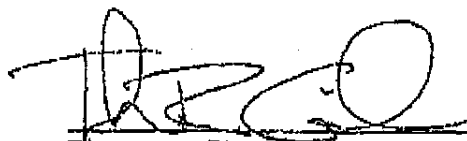
Article VII is deleted in its entirety and replaced with the following:

ARTICLE VII - MANAGEMENT.

The limited liability company shall be a manager-managed company and the name and address of the initial managing member is:

MALL OFFICE MANAGERS, INC.
c/o Asset Specials, Inc.
2442 Metro Centre Blvd.
West Palm Beach, Florida 33407-3105

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Amendment on the date hereinafter set forth.



Thomas R. Gibson, Trustee

September 2, 2003

(In accordance with Section 608.408(3) Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)