

JAN. 20. 2004 1:55PM
Division of Corporations

HILL WARD HENDERSON

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L03000034797

Florida Department of State
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LIMITED LIABILITY AMENDMENT

BARCLAY DAKOTA PARTNERS, LLC

Certificate of Status	1
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BARCLAY DAKOTA PARTNERS, LLC**

ARTICLE I - Name

The name of the limited liability company is BARCLAY DAKOTA PARTNERS, LLC

ARTICLE II - Filing

The date of filing of the Articles of Organization of the company was September 10, 2003.

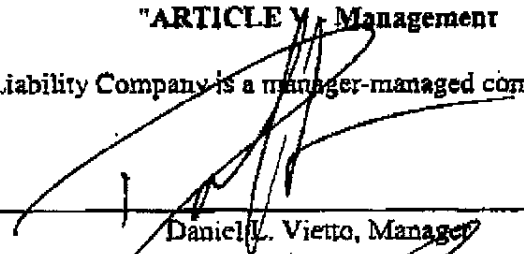
ARTICLE III - Amendment

The following amendment to the Articles of Organization was adopted by the company:

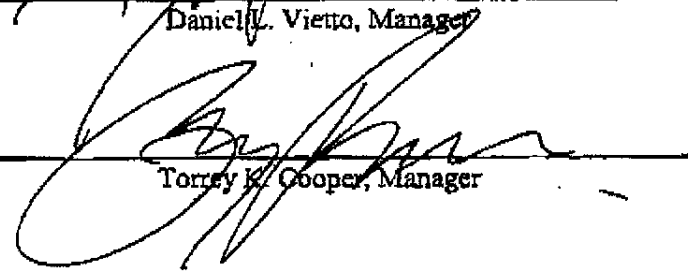
Article V of the Articles of Organization is deleted in its entirety and replaced with:

"ARTICLE V - Management

The Limited Liability Company is a manager-managed company."



Daniel L. Vietto, Manager



Torrey K. Cooper, Manager

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