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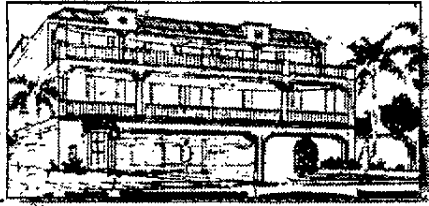


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CARMAN AND SMITH, P.A.
ATTORNEYS AND COUNSELORS AT LAW

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April 20, 2004

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: BENJAMIN REALTY GROUP-2, LLC

Dear Sir or Madam:

I am enclosing herein Articles of Amendment to Articles of Organization of Benjamin Realty Group-2, LLC, along with the appropriate check for \$25.00. Please file accordingly and forward a letter of acknowledgment once same is filed.

Thank you for your attention to this matter.

Very truly yours,

Deborah A. Carman
DEBORAH A. CARMAN

DAC/slr
enc.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Benjamin Realty Group-2, LLC

(Present Name)
(A Florida Limited Liability Company)

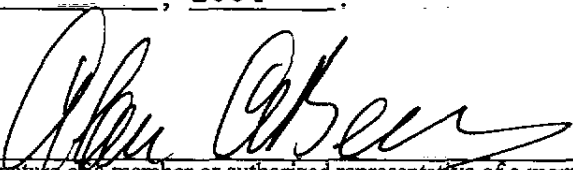
FIRST: The date of filing of the articles of organization was September 15, 2003

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

Article V is amended as follows:

Title: MGRM
Alan A. and Carol J. Benjamin, husband and wife
17331 Springtree Lane
Boca Raton, FL 33487

Dated April 20, 2004



Signature of a member or authorized representative of a member

Alan A. Benjamin

Typed or printed name of signee

Filing Fee: \$25.00

04 APR 23 PM 5:00