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PK

PERRY & KERN, P.A.
ATTORNEYS AT LAW

50 S.E. FOURTH AVENUE
DELRAY BEACH, FLORIDA 33483

TELEPHONE 561.276.4146
FACSIMILE 561.276.3859

May 7, 2004

Via Federal Express

Florida Department of State
Division of Corporations
403 E. Gaines St.
P.O. Box 6327
Tallahassee, FL 32314

RE: 7th Avenue Villas L.L.C.

Ladies and Gentlemen:

Enclosed herewith please find an original and one photocopy of the Articles of Amendment of Articles of Organization regarding the above-referenced corporation. Also enclosed please find this firm's check in the amount of \$43.75 representing the filing fee and the \$8.75 for a certified copy.

If everything appears to be in order, please file the Articles and return a certified copy to this office using the pre-addressed Federal Express envelope provided herewith for your convenience.

If you should have any questions, please do not hesitate to contact me. Your assistance in this matter is greatly appreciated.

Yours truly,


Jennifer L. Torrence
Assistant to Keith D. Kern

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:jlt
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 20, 2004

JENNIFER L. TORRENCE
PERRY & KERN, P.A.
50 S.E. FOURTH AVENUE
DELRAY BEACH, FL 33483

SUBJECT: 7TH AVENUE VILLAS L.L.C.
Ref. Number: L03000035083

We have received your document for 7TH AVENUE VILLAS L.L.C. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$11.25. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Please also note that your amendment refers to Chapter 607 of the Florida Statutes. Chapter 607 deals with corporations but your entity is a limited liability company.

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 204A00035124

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ARTICLES OF AMENDMENT OF
ARTICLES OF ORGANIZATION
OF 7TH AVENUE VILLAS L.L.C.

Pursuant to the provisions of Florida Statutes Section 608.411, the undersigned limited liability company adopts the following Articles of Amendment to its Articles of Organization:

Article I. Name and Principal Place of Business is hereby amended to read as follows:

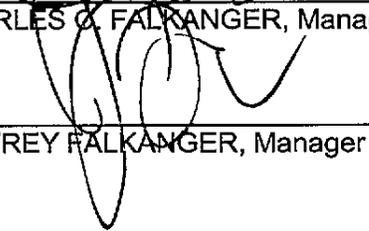
The name of the limited liability company shall be 7TH AVENUE VILLAS L.L.C., and its principal office and mailing address shall be 621 NE 7th Avenue, Delray Beach, Florida 33483, but it shall have the power and authority to establish branch office at any other place or places as the members may designate.

IN WITNESS WHEREOF, the undersigned managing members of the limited liability company have executed this Amendment to the Articles of Organization on this the 7th day of MAY, 2004.

7TH AVENUE VILLAS L.L.C.



CHARLES G. FALKANGER, Manager

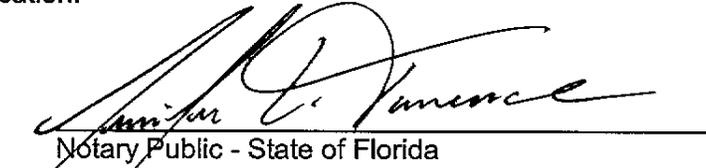


JEFFREY FALKANGER, Manager

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STATE OF FLORIDA :
COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this the 7th day of May, 2004 by CHARLES C. FALKANGER and JEFFREY FALKANGER, as managing members of 7TH AVENUE VILLAS L.L.C., who are personally known to me or who have provided _____ as identification.


Notary Public - State of Florida

 **Jennifer L. Torrence**
Commission # DD294259
Expires March 21, 2008
Bonded Tray Feltz - Insurance, Inc. 800-886-7018

JENNIFER L. TORRENCE
Printed name of Notary

My Commission Expires:

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