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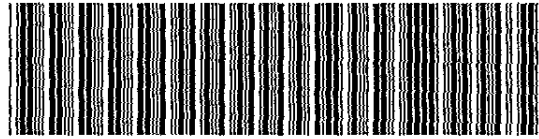
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

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80398A

AUTHORIZATION :

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ORDER DATE : March 19, 2004

ORDER TIME : 10:28 AM

ORDER NO. : 508810-005

CUSTOMER NO: 80398A

CUSTOMER: Ms. Wanda S. Quillinan
Siesky, Pilon & Wood
Suite 201, the Fairway Bldg
1000 Tamiami Trail North
Naples, FL 34102

DOMESTIC AMENDMENT FILING

NAME: TANGLEWOOD MARKETPLACE OF
NAPLES, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER'S INITIALS: _____

*Articles of Amendment
to
Articles of Organization
of
TANGLEWOOD MARKETPLACE OF NAPLES, LLC
a Florida limited liability company
Document Number L03000051031*

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FIRST: The date of filing of the articles of organization was December 8, 2003.

SECOND: The following amendments to the articles of organization were adopted by the limited liability company, effective March 1, 2004:

Article III is replaced in its entirety by the following:

Article III: Purpose

The Company's business and purpose shall consist solely of the acquisition, ownership, operation and management of the real estate project known as Tanglewood Plaza, located in Naples, Collier County, Florida (the "Property") and such activities as are necessary, incidental or appropriate in connection therewith.

Article V is replaced in its entirety by the following:

Article V: Managing Member

The name and address of the managing member is:

AJS Tanglewood Corp.
2930 Immokalee Road, Suite 4
Naples, FL 34110

This amendment is adopted effective the 1st day of March, 2004. The Amendments were approved by the Members.

Signed this 18 day of March, 2004.

AJS Tanglewood Corp., a Florida corporation, Sole Member and as Managing Member of Tanglewood Marketplace of Naples, LLC

BY: 
Andrew J. Saluan, President