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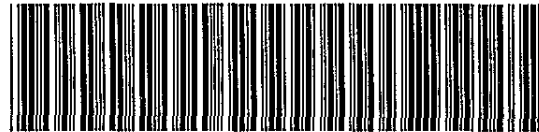
(Business Entity Name)

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LAW OFFICES
CHESSEY & BARR, P.A.

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1201 EGLIN PARKWAY
SEALIMAR, FLORIDA 32579
(850) 651-9944
FAX (850) 651-6084

January 13, 2004

Florida Department of State
Attn: Division of LLC's
P.O. Box 6327
Tallahassee, Florida 32314

Re: Hinkle Enterprises, LLC Name Change

Dear Sir/Madam:

Enclosed you will find the Articles of Amendment to Articles of Organization of Hinkle Enterprises, LLC to be filed with your office along with a check in the amount of \$25.00 for the name change. Once the name has been changed and is filed, please forward the necessary documents to our office.

Thank you for your assistance in this matter and, should you have any questions, please do not hesitate to call.

Sincerely,



Nancy J. Simpson
Legal Asst. to D. Michael Chessier

/njs

Enclosures

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This document prepared by:
D. Michael Chesser, Esq.
Chesser, Wingard and Barr, P.A.
1201 Eglin Parkway
Shalimar, FL 32579

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
HINKLE ENTERPRISES, LLC
A Florida Limited Liability Company**

Pursuant to the provisions of § 608.411, Florida Statutes, this Florida Limited Liability Company adopts the following Articles of Amendment to its Articles of Organization.

These Articles of Amendment modify the name of the Florida Limited Liability Company, **Hinkle Enterprises, LLC**. The purpose of this Amendment is to change the name of the LLC to **Holmes Creek Water Works, LLC**. The Articles of Organization was originally filed on December 10, 2003 and assigned document number L03000052024 and is therefore amended accordingly. All other provisions of the Articles of Organization, as amended, shall remain unchanged.


EXECUTIVE STATEMENT

1. The following Amendment to the Articles of Organization was adopted by the Limited Liability Company:

Name Change **from:** Hinkle Enterprises, LLC
to: Holmes Creek Water Works, LLC

2. The undersigned is the only member or holder of any interest in HINKLE ENTERPRISES, LLC.

DATED: 1-12-04


MICHAEL HINKLE
Printed Name: Michael L. Hinkle

STATE OF FLORIDA
COUNTY OF OKALOOSA

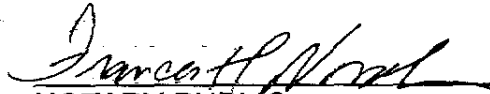
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Michael L. Hinkle known to me and known by

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me to be the person who executed the foregoing Articles of Amendment to Articles of Organization, and he acknowledged before me that he executed those Articles of Amendment to Articles of Organization this 12 day of January, 2004.

H 524-552-72-008-0

[Seal]



NOTARY PUBLIC

My Commission Expires:

I:\dmc\HINKLE, MICHAEL\HOLMES CREEK WATER WORKS, LLC\Amendment to Articles of Incorporation.wpd



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