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LIMITED LIABILITY AMENDMENT

CREEKSIDE CONDOS, LLC

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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF CREEKSIDE CONDOS, LLC

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

FIRST: The Name of the limited liability company is Creekside Condos, LLC.

SECOND: The Articles of Organization were filed with the Department of State on December 12, 2003.

THIRD: Article V of the Articles of Organization is amended and restated as follows:

ARTICLE V MANAGEMENT (MANAGEMENT BY ITS MANAGERS)

The Company shall be managed by its Managers, in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and addresses of the Managing Members of the Company are:

NAME

ADDRESS

Rick Mackoul

134 Oceanwalk Drive South Atlantic Beach, FL 32233-4677

Greta Carter

1605 Brookside Circle East Jacksonville, FL 32207

Executed this 29 day of January, 2004.

Rick Mackoul, Its Member and Organizer

Greta Carter, Its Member and Organizer