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Florida Department of State
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To:
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From:
Account Name : AGI REGISTERED AGENTS, INC.
Account Number : I20000000205
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LIMITED LIABILITY AMENDMENT

B.A.D. ASS., L.L.C.

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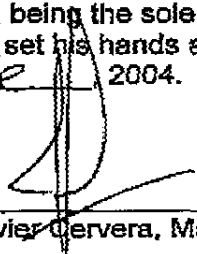
ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION

B.A.D. Ass., L.L.C.,
a Florida limited liability company

The undersigned, being the Manager of B.A.D. Ass., L.L.C., a Florida limited liability company (the "Company"), the Articles of Organization for which were filed December 22, 2003, hereby certifies that effective as of June 29, 2004 the Articles of Organization of the Company are modified and amended by these Articles of Amendment (the "Amendment") as follows:

1. Article I is modified to provide that the name of the Company is **ON THE PARK PROPERTIES, LLC**
2. In all other regards, all of the articles, terms and conditions of the Articles of Organization of the Company not modified by this Amendment are hereby ratified and confirmed and shall remain in full force and effect. In the event of a conflict between the articles, terms and conditions of this Amendment and the Articles of Organization of the Company, the terms of this Amendment shall control. This Amendment shall be binding upon all of the Members and the Manager of the Company and their respective legal representatives, heirs, successors and assigns.
3. The foregoing Amendment was approved by a majority of the Members of the Company on June 29, 2004.

IN WITNESS WHEREOF, the undersigned, being the sole member and the managing member of the Company, has hereunto set his hands and affixed the Company's seal this 29 day of June 2004.


Javier Cervera, Manager

[Company Seal]

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