

L04000002043

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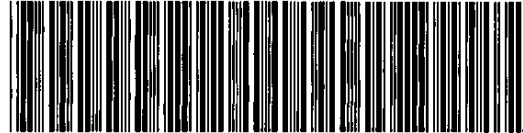
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06 AUG 15 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

806400050590



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 312737 82866A
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 55.00

FILED
06 AUG 15 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 15, 2006

ORDER TIME : 2:34 PM

ORDER NO. : 312737-005

CUSTOMER NO: 82866A

DOMESTIC AMENDMENT FILING

NAME: ODYSSEY DP VII, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER'S INITIALS: _____

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
ODYSSEY DP VII, LLC**

FILED
06 AUG 15 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 608.411, Florida Statutes, Odyssey DP VII, LLC, whose Articles of Organization were filed with the Florida Department of State on January 8, 2004 (Document #L04000002043), adopts the following amendment to its Articles of Organization.

FIRST: Article III is amended and restated to read as follows:

Registered Agent, Registered Office, & Registered Agent's Signature:
The name and the Florida street address of the registered agent are:

H. Adam Airth, Jr.
Clark, Campbell & Mahwinney, P.A.
500 South Florida Avenue, Suite 800
Lakeland, Florida 33801

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


Registered Agent's Signature

SECOND: Anchor Investment Corporation of Fla., a Florida corporation, has resigned and is removed as manager.

THIRD: Article IV is amended and restated in full to read as follows:

The name and address of the manager is:

Odyssey Diversified Properties, Inc.
500 South Florida Boulevard
Suite 700
Lakeland, Florida 33801

FOURTH: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

FIFTH: Under penalties of perjury I declare that I have read the foregoing and know the contents and the facts stated herein are true and correct.

Executed this 23th day of June, 2006.

Resigning Manager:

Anchor Investment Corporation of Fla.,
a Florida corporation

By: 
William Drost, its Vice President

**New Manager and Authorized Representative of
the Member:**

Odyssey Diversified Properties, Inc.,
a Maryland corporation

By: 
William Drost, its Secretary