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L04-3677

Nice Companies, LLC
Dba Anastasia Island Management
5092 A1A South
St. Augustine, FL 32080

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Nice Companies, LLC

April 16, 2004

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Transmittal letter
Articles of Amendment, Nice Companies, LLC
Document number L04000003677
FEIN: 43-2047107

Dear Sir or Madam:

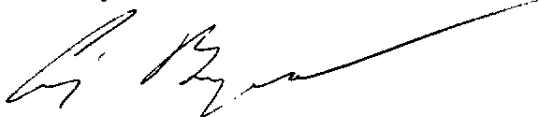
The enclosed Articles of Amendment and fee are submitted on behalf of Nice Companies, LLC, a Florida limited liability company.

Please return all correspondence concerning this matter to:

Craig Barzso, Nice Companies, LLC 5092 A1A South, Saint Augustine, FL 32080

For further information concerning this matter, please call Craig Barzso at 904-669-1844.

Sincerely,



Craig S. Barzso
C.E.O.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

Nice Companies, LLC
(A Florida Limited Liability Company)

FIRST: The date of filing of the Articles of Organization was **January 9, 2004**.

SECOND: The following amendments to the Articles of Organization were adopted by the limited liability company:

Article II – Address:

The mailing address and street address of the principal office of the limited liability company shall be:

Principal Office Address:

5092 A1A South
Saint Augustine
Florida 32080

Mailing Address:

5092 A1A South
Saint Augustine
Florida 32080

Article III – Registered Agent, Registered Office & Registered Agent's Signature:

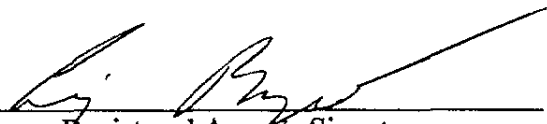
The name and the Florida street address of the registered agent are:

Craig Barzso
5092 A1A South
Saint Augustine
Florida 32080

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

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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

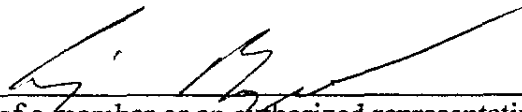
ARTICLE IV – Managers or Managing Members:

The limited liability company shall be a Manager managed company. The name and address of each Manager is as follows:

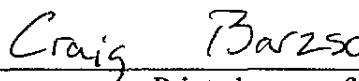
MGR – Craig Barzso, 22 Water Street, Saint Augustine, Florida 32084

MGR – John Vonasek, 5903 Rio Royale Road, Saint Augustine, Florida 32080

REQUIRED SIGNATURE:


Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Printed name of signee

Dated: April 1, 2004

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