

L04000005138

JAN. 14. 2005 1:02PM
Division of Corporations

TRENAM, KEMKER

NO 0183

1/24/05 of 1

Florida Department of State
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Account Name : TRENAM, KEMKER, SCHARF, BARKIN, FRYE, O'NEILL & MULLIS, P.A.
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LIMITED LIABILITY AMENDMENT

BETHESDA DEVELOPERS, LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$55.00

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TRENAM, KEMKER

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BETHESDA DEVELOPERS, LLC**

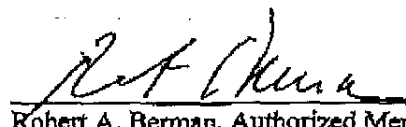
- FIRST:** The name of the limited liability company is "Bethesda Developers, LLC."
- SECOND:** The Articles of Organization were filed on 01/20/2004 and assigned document number L04000005138.
- THIRD:** The following amendment to the Articles of Organization was adopted by the sole member of the limited liability company. Article V is hereby deleted and replaced in its entirety by the following:

ARTICLE V

Operating Agreement

The power to adopt the Operating Agreement of the Limited Liability Company, to alter, amend or repeal the Operating Agreement of the Limited Liability Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Limited Liability Company shall be for the government of the Limited Liability Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Limited Liability Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

Dated: January 16, 2005


Robert A. Berman, Authorized Member

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