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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BOCA BAY REALTY GROUP LLC

DOCUMENT NUMBER: P04 00000 6815

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

ROBERT T MAHER

(Name of Person)

(Name of Firm/ Company)

1601 JACKSON ST SUITE 201

(Address)

FONT MYERS FL 33901

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

ROBERT T MAHER

(Name of Person)

at (239) 337-1707

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

BOCA BAY REALTY GROUP, LLC LO4000006815

(Present Name)
(A Florida Limited Liability Company)

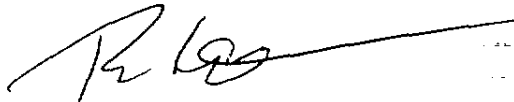
FIRST: The date of filing of the articles of organization was JANUARY 26, 2004

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

Article I is Amended to change the name of the Company to
Boca Bel Holdings, LLC

Article III is amended to "The purpose of the Limited Liability Company is any lawful business and investment in other corporations and Limited Liability Companies

Dated MAY 17, 2004



Signature of a member or authorized representative of a member

Robert T. Maher, Sole member

Typed or printed name of signee

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Filing Fee: \$25.00