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ACCOUNT NO. : 072100000032
REFERENCE : 177420 82866A 200
AUTHORIZATION mellelena
COST LIMIT 55.00
ORDER DATE : June 14, 2006
ORDER TIME: 9:47 AM
ORDER NO. : 177420-005
CUSTOMER NO: 82866A
DOMESTIC AMENDMENT FILING
NAME: ODYSSEY (II) DP II, 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: Debbie Skipper EXT# 2948
EXAMINER'S INITIALS:

CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION OF ODYSSEY (II) DP II, LLC

THE SEE OF SHEET OF S

Pursuant to the provisions of section 608.411, Florida Statutes, Odyssey (II) DP II, LÉO, whose Articles of Organization were filed with the Florida Department of State on March 10, 2004 (Document #L04000018676), 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 13th day of June, 2006.

Resigning Manager:

Anchor Investment Corporation of Fla.,

a Florida corporation

Bv:

Lawrence T. Maxwell, its President

New Manager and Authorized Representative of the Member:

Odyssey Diversified Properties, Inc.,

a Maryland corporation

By:

Lawrence T. Maxwell, its Presiden