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LIMITED LIABILITY AMENDMENT

NORTH DRIVE AT SARNO, LLC

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**ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION
OF
NORTH DRIVE AT SARNO, LLC**

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED hereby submits these Articles of Amendment to the Articles of Organization of NORTH DRIVE AT SARNO, LLC.

I. The name of this limited liability company is NORTH DRIVE AT SARNO, LLC (the "Company").

II. The Articles of Organization of the Company were filed with the Florida Secretary of State on March 10, 2004.

III. The Articles of Organization of the Company are amended to add an Article IV - Manager/Members/Officers, as follows:

"ARTICLE IV - MANAGER/MEMBERS/OFFICERS"

1. The name and address of the initial manager of this limited liability company is:

Name/Address

David Menzel
2200 Front Street, Suite 300
Melbourne, Florida 32901

Title

Manager

2. The name and address of the initial members of this limited liability company are:

Name/Address

David Menzel
2200 Front Street, Suite 300
Melbourne, Florida 32901

Title

Member

Jacqueline P. Menzel
2200 Front Street, Suite 300
Melbourne, Florida 32901

Member

JOHN R. KANCELIA, ESQ.
FLORIDA BAR NO. 0381195
GRAY ROBINSON, P.A.
1800 West Hibiscus Blvd., Ste. 138
Melbourne, FL 32901
Telephone: 321-727-8100
Facsimile: 321-984-4122

3. The name and address of the initial officers of this limited liability company are:

Name/Address

David Menzel
2200 Front Street, Suite 300
Melbourne, Florida 32901

Title

P/S/T

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IV. In all other respects the Articles of Organization of the Company remain in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the 11 day of AUGUST, 2004.



DAVID MENZEL, President/Member

JOHN R. KANCILIA, ESQ.
FLORIDA BAR NO. 0381195
GRAY ROBINSON, P.A.
1800 West Hibiscus Blvd., Ste. 138
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