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DIVISION OF CORPORATION

L04-19298

LIMITED LIABILITY AMENDMENT**RCL DEVELOPMENT III, LLC**

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

RCL DEVELOPMENT III, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on March 11, 2004 and assigned document number L04000019288.

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

Article V: The name and address of managing members/managers are:

Title: MGR
RCL Development, Inc.
by Robert C. Lyles, Jr., President
5099 North A1A, Suite A, Vero Beach, FL 32963

Title: MGR
The Segalas Limited Partnership,
by its General Partner, Segalas Corporation
by Hercules Segalas, President
10625 Wittington Avenue, Vero Beach, FL 32960

Title: MGR
David Sims
10625 Wittington Avenue, Vero Beach, FL 32960

Title: MGR
Jennifer Sims
10625 Wittington Avenue, Vero Beach, FL 32960

Dated March 14, 2005



Signature of a member or authorized representative of a member

Bruce D. Barkett

Typed or printed name of signer

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