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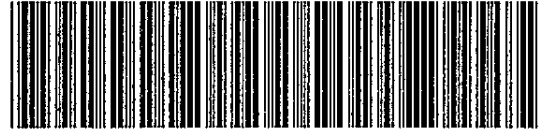
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LAW OFFICES OF
Sanoba & Sanoba, P.A.
A Partnership of Professional Associations
114 EAST EDGEWOOD DRIVE
LAKELAND, FLORIDA 33803-4015

GREGORY A. SANOBIA, P.A.
KARIE L. SANOBIA, P.A.

TELEPHONE: (863) 683-5353
FACSIMILE: (863) 683-2237

January 5, 2005

Secretary of State
State of Florida
Attn: Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Great Oaks Land Development, L.L.C.

Gentlemen:

Enclosed are original Articles of Amendment to Articles of Organization of Great Oakd Land Development, L.L.C. and our check in the amount of \$35.00. Please file the articles of amendment and return the copy of same enclosed herein for our records. Should you have any questions concerning the enclosed, please feel free to contact this office.

Very truly yours,



Linda Stephens
Legal Assistant to Gregory A. Sanoba

/ls
Enclosures

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TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION OF
GREAT OAKS LAND DEVELOPMENT, L.L.C.**

FIRST: The Articles of Organization were filed on March 3, 2004, and assigned document number L05000019788.

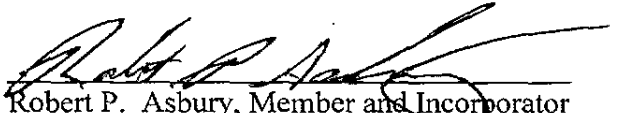
SECOND: The following Amendment to Articles of Organization were adopted by Great Oaks Land Development, L.L.C.:

1. Great Oaks Land Development, L.L.C. shall have the power and authority to own and convey real and personal property;
2. Great Oaks Land Development, L.L.C. shall have the power to operate and maintain the Surface Water Management System facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, wetlands, and any associated buffer areas and wet land mitigation areas;
3. Great Oaks Land Development, L.L.C. shall have the power and authority to establish rules and regulations;
4. Great Oaks Land Development, L.L.C. shall have the power and authority to assess members and enforce assessments;
5. Great Oaks Land Development, L.L.C. shall have the power and authority to sue and be sued;
6. Great Oaks Land Development, L.L.C. shall have the power and authority to contract for services to provide for the operation and maintenance of the surface water management facilities if the association contemplates employing a maintenance company;
7. Great Oaks Land Development, L.L.C. shall have the power and authority to require all lot owners, parcel owners, or unit owners to be members of the association;
8. Great Oaks Land Development, L.L.C. shall exist in perpetuity; however, if this organization is dissolved, the control or right of access to the property containing surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and, that if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the association.

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FIRST:

Other than the addition to the Articles of Organization made herein, there shall be no other changes or modifications to the Articles of Organization filed for Great Oaks Land Development, L.L.C.



Robert P. Asbury, Member and Incorporator
of Great Oaks Land Development, L.L.C.

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