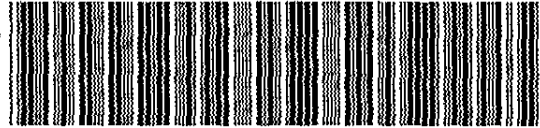


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2004 JUL -2 F 1:30

(Requestor's Name)

REGISTRY OF STATE  
TALLAHASSEE, FLORIDA



200038347342

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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**Kim F. Heller II**  
Attorney at Law  
C.P.A., Masters Degree in Tax Law

374 S. Atlantic Avenue  
Suite B1  
Ormond Beach, Florida 32176  
(386) 672-1190

**FILED**

2004 JUL -2 P 1:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 29, 2004

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Hilary Homes, L.L.C.

Dear Sir or Madam:

Enclosed are the following:

1. Articles of Amendment; and
4. A check for \$55.

Please file the Articles of Amendment accordingly and return a certified copy to me.

Feel free to call me with any questions you may have.

Thank you for your assistance in this matter.

Sincerely,



Kim F. Heller

Encl.

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

**FILED**

2004 JUL -2 P 1:30

Hilary Homes, L.L.C., a Florida Limited Liability Company

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST:** The date of filing of the articles of organization was 5 March 2004.

**SECOND:** The date of filing of the articles of amendment to articles of organization was 20 April 2004.

**THIRD:** The following amendment to the articles of organization was adopted by the limited liability company:

1. Article 4 is hereby amended in its entirety as follows:

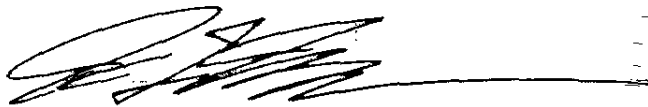
**ARTICLE 4**

**management**

The name and address of the company manager is:

Mary Sales  
282 Beachway Drive  
Palm Coast, Florida 32137

Dated: 29 June 2004



Signature of Authorized Representative of Member

Kim F. Heller, Registered Agent