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LIMITED LIABILITY AMENDMENT

SARASOTA PALMS, LLC

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AMENDMENT TO
ARTICLES OF ORGANIZATION OF

SARASOTA PALMS, LLC,
A Florida limited liability company

The undersigned, desiring to amend the Articles of Organization of Sarasota Palms, LLC, a limited liability company as follows:

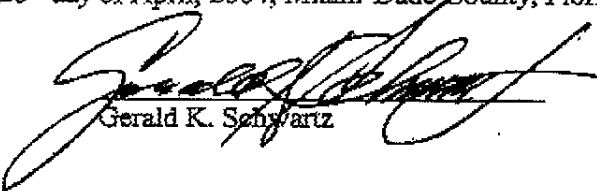
The name of the limited liability company is: SARASOTA PALMS, LLC.

That the Articles of Organization of Sarasota Palms, LLC, were filed on March 24, 2004.

Whereas, GERALD K. SCHWARTZ, hereby withdraws his membership in SARASOTA PALMS LLC, and transfers his membership to the following:

H. I. R. PROPERTIES INC.
MEYER SARASOTA, LLC.
RBS-SARASOTA, INC.
R.P.M SARASOTA, LLC.

This Amendment was executed this 26th day of April, 2004, Miami-Dade County, Florida.


Gerald K. Schwartz

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