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FRED B. SHARE, Attorney at Law

1092 Ridgewood Ave., Holly Hill, FL 32117

REPLY TO: _ P. O. Box 250784 Holly Hill, FL 32125-0784

PHONE (386) 253-1030 FAX (386) 248-2425

December 17, 2004

Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Majesty's Court Motel, LLC Document No. L04000044632

To Whom It May Concern:

The enclosed *Articles of Amendment* and fee are submitted for filing. Please return all correspondence concerning this matter to the following:

Sandra B. Smith c/o FRED B. SHARE Attorney at Law 1092 Ridgewood Avenue Holly Hill, Florida 32117

For further information concerning this matter, please call:

Sandra B. Smith (386) 253-1030

Enclosed is a \$25.00 check for your filing fee.

Sincerely,

FBS:sbs ____ Enclosures

cc: Babette Baldwin

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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF MAJESTY'S COURT MOTEL, LLC

DOCUMENT NUMBER L04000023420

Articles of Organization of MAJESTY'S COURT MOTEL, LLC were filed with the Florida Department of State on March 26, 2004.

Pursuant to the provisions of section 608.411, Florida Statutes, this Limited Liability Company adopts the following amendment to its Articles of Organization to be effective March 26, 2004:

Article V is amended to read as follows:

The name and address of managing members/managers are:

Title: MGRM TED A. GREENWOOD 1838 SOUTH MAIN STREET DAYTON, OH 45409

Title: MGRM GINA L. GREENWOOD 1838 SOUTH MAIN STREET DAYTON, OH 45409

Title: MGRM ROBERT G. BALDRIDGE 999 NORTH ATLANTIC AVENUE DAYTONA BEACH, FL 32118

Title: MGRM
BABETTE J. BALDRIDGE
999 NORTH ATLANTIC AVENUE
DAYTONA BEACH, FL 32118

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Title: MGRM GLEN WHITSON 1910 NORTH SECOND STREET VINCENNES, IN 47591

Title: MGRM MARY WHITSON 1910 NORTH ATLANTIC AVENUE VINCENNES, IN 47591

The Amendment was adopted by the Members without membership action and membership action was not required.

Signed this 20th day of December, 2004.

FRED B. SHARE, ESQUIRE

Attorney for MAJESTY'S COURT MOTEL, LLC

1092 Ridgewood Avenue Holly Hill, Florida 32117 (386) 253-1030