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TALLAHASSEE, FLORIDA



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February 23, 2005

Department of State  
Division of Corporation  
Corporate Filings  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Amended Articles of Organization; Sun Vista-Indian Pass. LLC

Dear Sir or Madam:

I have enclosed one (1) original of the fully-signed Amended Articles of Organization of Sun Vista Indian Pass, LLC, a Florida limited liability company. Also enclosed is our firm's check No. 12941, in the amount of \$25.00, evidencing the filing fees for this document.

Please have this document filed in the public records of the Secretary of State of Florida.

If you have any questions, or further information is required before you can complete the requested filing, please do not hesitate to contact me.

Very truly yours,

RUDEN, McCLOSKEY, SMITH,  
SCHUSTER & RUSSELL, P.A.

Bonnie J. Barnhill  
Paralegal

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05 FEB 25 PM 3:15  
TALLAHASSEE, FLORIDA

/bb

cc: Richmond C. Flowers, Esq.

**AMENDED  
ARTICLES OF ORGANIZATION  
OF  
SUN VISTA INDIAN PASS, LLC,  
a Florida limited liability company**

Article V of the Articles of Organization of SUN VISTA INDIAN PASS, LLC, a Florida limited liability company, filed with the Florida Secretary of State on May 25, 2004 (Document No.: L04000039676), is hereby amended and replaced with the following provision:

The names and addresses of the managing members of Sun Vista Indian Pass, LLC, are as follows:

1. SVIP, LLC, a Florida limited liability company  
475 Central Avenue  
Kress Building, Suite M-4  
St. Petersburg, Florida 33701
2. Indian Pass Condos, LLC, a Florida limited liability company  
304 Bay Street South  
Bradenton Beach, FL 34214
3. RGR, Inc., an Oklahoma corporation  
1918 North 11<sup>th</sup> Street  
Muskogee, OK 74402
4. Whitecap Properties, LLC, a Florida limited liability company  
5871 Gulf of Mexico Drive  
Longboat Key, FL 34228
5. The Wave Group, LLC, a Florida limited liability company  
115 Third Street South  
Bradenton, FL 34215

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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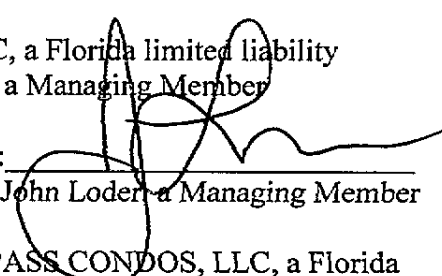
FILED

These Amended Articles of Organization shall be effective upon filing.

**IN WITNESS WHEREOF**, the undersigned have duly executed these Amended Articles of Organization in accordance with Section 608.411, *Florida Statutes*, on this \_\_\_\_ day of December, 2004.

SUN VISTA INDIAN PASS, LLC,  
a Florida limited liability company

By: SVIP, LLC, a Florida limited liability  
Company, a Managing Member

By:   
John Loder, a Managing Member

By: INDIAN PASS CONDOS, LLC, a Florida  
limited liability company, a Managing  
Member

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By: RGR, INC., an Oklahoma corporation, a  
Managing Member

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By: WHITECAP PROPERTIES, LLC, a Florida  
limited liability company, a Managing Member

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By: THE WAVE GROUP, LLC, a Florida  
limited liability company, a Managing Member

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

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TALLAHASSEE, FLORIDA  
CLERK OF CIRCUIT COURT

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SUN VISTA INDIAN PASS, LLC,  
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Company, a Managing Member

By: \_\_\_\_\_  
John Loder, a Managing Member

By: INDIAN PASS CONDOS, LLC, a Florida  
limited liability company, a Managing  
Member

By: \_\_\_\_\_  
Print Name: R. Carlisle Roberts  
Title: Member

By: RGR, INC., an Oklahoma corporation, a  
Managing Member

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By: WHITECAP PROPERTIES, LLC, a Florida  
limited liability company, a Managing Member

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By: THE WAVE GROUP, LLC, a Florida  
limited liability company, a Managing Member

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Company, a Managing Member

By: \_\_\_\_\_  
John Loder, a Managing Member

By: INDIAN PASS CONDOS, LLC, a Florida  
limited liability company, a Managing  
Member

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By: RGR, INC., an Oklahoma corporation, a  
Managing Member

By: \_\_\_\_\_  
Print Name: Charles Palmer  
Title: SEC

By: WHITECAP PROPERTIES, LLC, a Florida  
limited liability company, a Managing Member

By: \_\_\_\_\_  
Print Name: John Loder  
Title: Operating Manager

By: THE WAVE GROUP, LLC, a Florida  
limited liability company, a Managing Member

By: \_\_\_\_\_  
Print Name: Charles Palmer  
Title: President