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DIVISION OF CORPORATION  
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G. MCLEOD

FEB 07 2008

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** First Amendment to Articles of Amendment to Articles of Organization of  
Devonshire on the Bay, LLC  
(Name of Limited Liability Company)

Dear Sir or Madam:

The enclosed Registered Agent/Registered Office Change and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Dennis M. Solomon, P.A.  
(Name of Person)

Dennis M. Solomon, P.A.  
(Firm/Company)

1601 Belvedere Road, Suite 407 South  
(Address)

West Palm Beach, FL 33406  
(City/State and Zip Code)

For further information concerning this matter, please call:

Dennis M. Solomon, P.A. at (561) 689-6602  
(Name of Person) (Area code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**  
Registration Section  
Division of corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Enclosed is a check for the following amount:**

☒ **\$25 Filing Fee**

☐ **\$55 Filing Fee & Certified Copy**

**FIRST ARTICLES OF AMENDMENT TO  
ARTICLES OF ORGANIZATION OF  
DEVONSHIRE ON THE BAY, LLC**

**THIS FIRST ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF DEVONSHIRE ON THE BAY, LLC ("Amendment")** is made and entered into as of the 21<sup>ST</sup> day of January, 2008, by the undersigned, being all of the members ("Members") and the Managing Member of Devonshire on the Bay, LLC, LLC ("Company"):

**WITNESSETH:**

This Amendment is based on the following recitals:

A. The Articles of Organization for the Company ("Articles") were filed on June 1, 2004 with the office of the Secretary of State, State of Florida.

B. The Members and Managing Member of the Company are executing this Amendment to modify the Articles as set forth below.

**THEREFORE**, the Articles of organization of the LLC are hereby amended as follows and this Amendment shall be filed with the Office of the Secretary of State, State of Florida:

**First: Article I,** NAME, is hereby deleted in its entirety and the following is substituted in lieu and in place thereof:

NAME: The name of the limited liability company (the "Company") is  
**MT West Palm Associates, LLC.**

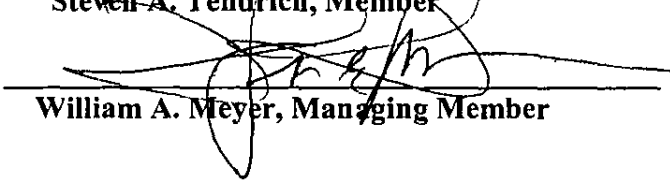
**Second: Article VII, MANAGEMENT,** is hereby amended to add as an additional Managing Member with William A. Meyer, Steven A. Tendrich, 1601 Belvedere Road, Suite 407 South, West Palm Beach, Florida 33406, so that both William A. Meyer and Steven A. Tendrich are Managing Members of the Company.

**IN WITNESS WHEREOF**, the undersigned, being all of the members of the Limited Liability Company, have set their hands and seals as of the day and year first above written.

**MEMBERS AND MANAGING MEMBER OF  
DEVONSHIRE ON THE BAY, LLC**

  
William A. Meyer, Member

  
Steven A. Tendrich, Member

  
William A. Meyer, Managing Member

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