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TALLAHASSEE, FLORIDA

HOBBY & HOBBY
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H. Clyde Hobby, P.A.
Clarke G. Hobby

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Tampa, FL 33602
Telephone (813) 223-3338
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December 8, 2004

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

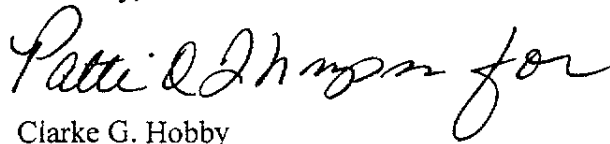
Re: Articles of Amendment to
Articles of Organization of
SC USA Star Park Blvd., L.L.C.

Dear Sirs and Madams:

Please find enclosed Articles of Amendment to the Articles of Organization of Florida Tower Holdings, L.L.C. and a check in the amount of \$60.00 for the Filing Fee and for a Certified Copy of the Recorded Articles of Amendment to the Articles of Organization for the limited liability company.

Please feel free to call me at the number above with any questions you may have.

Sincerely,


Clarke G. Hobby

Enclosures

CERTIFICATE OF AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
SC USA STAR PARK BLVD, LLC

Pursuant to Section 608.411 of the Florida Limited Liability Company Act, the Articles of Organization of SC USA Star Park Blvd, LLC, a Florida limited liability company (the "Company"), which were originally filed on June 10, 2004, are hereby amended as follows:

1. Article I of the Articles of Organization of the Company is hereby amended to read in its entirety as follows:

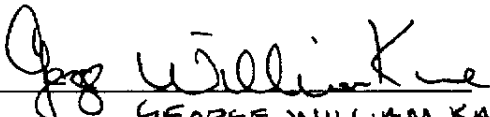
"The name of the Limited Liability Company is SC USA PINE ISLAND I, LLC"

2. The above amendment was adopted by the unanimous written consent of the Company's Members and Managers on November 15, 2004, in accordance with the Florida Limited Liability Company Act and the Articles of Organization of the Company.

IN WITNESS WHEREOF, this Certificate of Amendment to the Articles of Organization of the Company was executed this 15th day of November, 2004.

SC USA STAR PARK BLVD, LLC, a Florida
limited liability company

By: SIMPLE CENTERS USA, INC., a Florida
corporation, its Manager

By: 
Name: GEORGE WILLIAM KANE
Title: VICE PRESIDENT

Prepared By/Return To:
Clarke G. Hobby
Hobby & Hobby, P.A.
109 N. Brush St., Suite 440
Tampa, FL 33602

FBI
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TALLAHASSEE, FLORIDA