

Division of Corporations

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LIMITED LIABILITY AMENDMENT

CHARLOTTE PROPERTIES MANAGER, LLC

Certificate of Status	1
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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
CHARLOTTE PROPERTIES MANAGER, LLC**

WHEREAS, the Articles of Organization (the "Articles") for Charlotte Properties Manager, LLC (the "Company") were filed on June 23, 2004 and assigned document number L04000047149; and

WHEREAS, the members of the Company desire to amend the Articles.

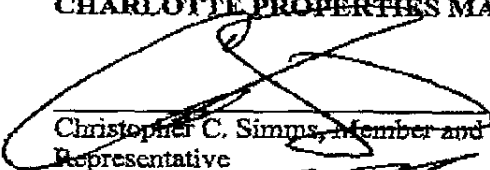
NOW THEREFORE, the Article IV of the Articles shall hereby be replaced in its entirety as set forth below:

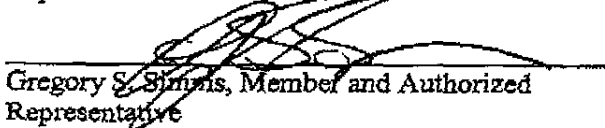
Article IV - Managers

The management of the Company shall be vested in its sole managing member. The sole managing member of the Company shall be Charlotte Properties Manager, Inc., whose address is 9550 Regency Square Boulevard, Suite 902, Jacksonville, Florida 32225.

Dated July 15, 2004.

CHARLOTTE PROPERTIES MANAGER, LLC


Christopher C. Simms, Member and Authorized Representative


Gregory S. Simms, Member and Authorized Representative

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Consented to this 15 day of July, 2004

Charlotte Properties Manager, Inc.,
a Florida corporation

By: 

Its: President