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TALLAHASSEE, FLORIDA

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PAVESE LAW FIRM

MICHAEL A. GENNARO
E-mail: MichaelGennaro@paveselaw.com

4635 S. DEL PRADO BLVD., CAPE CORAL, FLORIDA 33904 | P.O. BOX 100088, CAPE CORAL, FLORIDA 33910-0088 | (239) 542-3148 | FAX (239) 542-8933

December 30, 2004

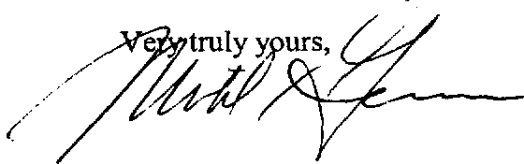
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Sunbelt Realty Estero, L.L.C.

To Whom It May Concern:

I enclose an original and one copy of the Articles of Amendment for Sunbelt Realty Estero, L.L.C. for filing with the Division of Corporations. Also enclosed is our firm's check in the amount of \$25.00 for the filing fee. Please stamp the copy and return it to me in the enclosed envelope. Thank you for your assistance in this matter.

Very truly yours,



Michael A. Gennaro

MAG/kgf
Enclosures

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Sunbelt Realty Estero, L.L.C.
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael A. Gennaro, Esquire
(Name of Person)

PAVESE LAW FIRM
(Firm/Company)

P.O. Box 100088
(Address)

Cape Coral FL 33910-0088
(City/State and Zip Code)

For further information concerning this matter, please call:

Michael A. Gennaro, Esquire at (239) 542-3148
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|---|
| <input checked="" type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee &
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|--|--|--|---|

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Sunbelt Realty Estero, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on June 23, 2004 and assigned document number L04000047440.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:


ARTICLE III of the Articles of Organization of Sunbelt Realty Estero, L.L.C. is deleted and replaced with the following language:

There shall be (2) initial members of this limited liability company, whose names, addresses and percentages of ownership are as follows:

Barbara Watt-Biggs	51%
725 Cape Coral Parkway West	
Cape Coral, Florida 33914	

Daniel W. Pearce	49%
2624 SW 37th Terrace	
Cape Coral, Florida 33914	

Dated Dec. 27, 2004.


Signature of a member or authorized representative of a member

Barbara M. Watt-Biggs
Typed or printed name of signer

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TALLAHASSEE, FLORIDA

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Filing Fee: \$25.00