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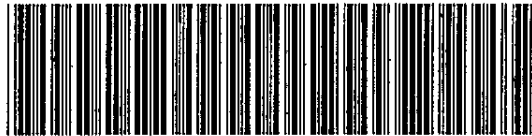
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN AUG 10 2004

HALL & RUNNELS
RESORT DEVELOPMENT COUNSEL

Steven K. Hall
Sherry Grant Hall
Davage J. Runnels, III

J. David Snell
Steven Welch *
* Licensed in FL & GA

August 6, 2004

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

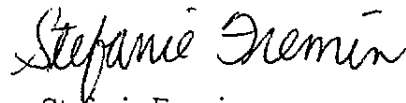
Re: Amendment to Articles of Organization for Walton Sound, LLC

To Whom It May Concern:

In connection with the above referenced matter, please find enclosed the Amendment to Articles of Organization for Walton Sound, LLC

Thanking you in advance for your prompt attention to this matter. If you have any questions or concerns, please feel free to contact me.

Sincerely,



Stefanie Fremin
Legal Assistant to:
Steven K. Hall

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Walton Sound, LLC

(Name of Limited Liability Company)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

Please return all correspondence concerning this matter to the following:

Stefanie M. Fremin

(Name of Person)

Hall & Runnels, P.A.

(Firm/Company)

4399 Commons Drive East, Suite 300

(Address)

Destin, Florida 32541

(City/State and Zip Code)

For further information concerning this matter, please call:

Stefanie M. Fremin

(Name of Person)

at (850) 337-4620

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$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

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

Walton Sound, LLC

(Present Name)
(A Florida Limited Liability Company)

FILED
2004 AUG -9 PM 2:49
UNION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FIRST: The Articles of Organization were filed on July 07, 2004 and assigned document number L04000050261.

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

Article VI Management

The managing member needs to be changed from BRS Joint Venture to Smith & Rookis Investments, LLC. The address stays the same.

Article X- Individuals Forming Company

The name and addresses of the Members forming this company are Smith & Rookis Investments, LLC instead of BRS Joint Venture, a Florida Limited Liability Company, of same address and Tropical Square Developments, LLC leave the same.

Dated August 6, 2004.



Signature of a member or authorized representative of a member

Steven K. Hall

Typed or printed name of signee

Filing Fee: \$25.00