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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Will-34, 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:

Gregory W. Dworzanowski, Esq.
(Name of Person)

RMC Property Group
(Firm/Company)

1745 West Fletcher Avenue
(Address)

Tampa, FL 33612
(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Gregory W. Dworzanowski at (813) 968-6511
(Name of Person) (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**

Will-34, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

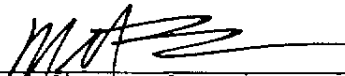
FIRST: The Articles of Organization were filed on 07/15/04 and assigned document number L04000052638.

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

Franklin M. McLaughlin, IV, shall be deleted as Managing Member, and Mitchell F. Rice, 1745 West Fletcher Avenue, Tampa, FL 33612, shall be substituted as Manager.

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TALLAHASSEE, FLORIDA

Dated March 28, 2005.



Signature of a member or authorized representative of a member

Mitchell F. Rice, Manager

Typed or printed name of signee

Filing Fee: \$25.00