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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)

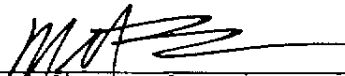
**FIRST:** The Articles of Organization were filed on 07/15/04 and assigned document number L04000052638.

**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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SECRETARY OF STATE  
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**