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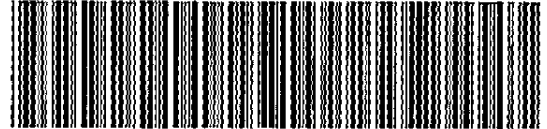
(Business Entity Name)

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ANDREWS, DAVIS & SUTTON

ATTORNEYS AT LAW

THE PROFESSIONAL BUILDING

694 BALDWIN AVENUE, SUITE 1

POST OFFICE BOX 705

DEFUNIAK SPRINGS, FLORIDA 32435

ANGUS G. ANDREWS

MARK D. DAVIS

GLEND A K. SUTTON

TELEPHONE (850) 892-5838

FACSIMILE (850) 892-5837

February 21, 2006

The Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

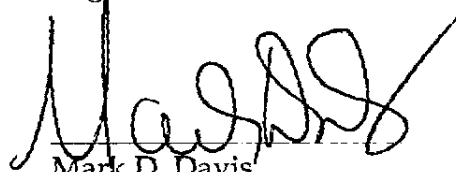
Re: Choctawhatchee-Walton, LLC

Dear Division of Corporation:

Enclosed is an original and one copy of the 2nd Articles of Amendment to the Articles of Origination for the above LLC. Also, enclosed is a check in the amount of \$30.00 for the filing fee and the Certificate of Status.

Thank you for your prompt attention to this matter. If you have any questions or concerns, please do not hesitate to contact me.

Regards,



Mark D. Davis

Andrews, Davis & Sutton

MDD.sjd

Enclosure(s)

FILED
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TALLAHASSEE, FLORIDA
CLERK OF SUPERIOR COURT

CHOCTAWHATCHEE-WALTON, LLC, a Florida Limited Liability Company
(Document Number L04000052894)
ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION

THIS IS TO CERTIFY THAT:

- FIRST:** This Article amends the Articles of Organization of Choctawhatchee Walton, LLC;
- SECOND:** The Articles of Organization were originally filed with the Florida Department of State, Secretary of State, on July 12, 2004;
- THIRD:** The Articles of Organization are hereby and shall be amended to state the name, address, and percentage ownership interest of its members. The members are as follows:

<u>MEMBER</u>	<u>ADDRESS</u>	<u>INTEREST %</u>
JAMES F. ANDERS, II	10 Cove Creek Lane Panama City Beach, FL 32413	50%
EMMETT F. HILDRETH, JR.	Post Office Box 1673 Santa Rosa Beach, Florida 32459	50%

- FOURTH:** The undersigned agree that the Articles of Organization shall be and are amended to reflect the names and respective interests of the members of CHOCATAWHATCHEE-WALTON, LLC, as noted in the previous paragraph.
- FIFTH:** The Limited Liability Company is to be managed by the members.
- SIXTH:** The Registered Agent for the L. L. C. shall be: Mark D. Davis, 694 Baldwin Avenue, Suite 1, DeFuniak Springs, Florida 32435.

IN WITNESS WHEREOF, this Article of Amendment of Organization of Choctawhatchee Walton, LLC; has been duly executed and is being filed in accordance with Section 608.411 F.S., this 15th day of November, 2005.


JAMES F. ANDERS, II, member

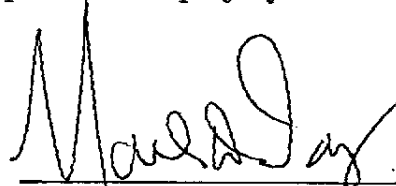

EMMETT F. HILDRETH, JR., member

2nd Amendemnt
Choctawhatchee Walton, LLC

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT
of
CHOCTAWHATCHEE-WALTON, LLC, a Florida Limited Liability Company

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this change constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Signature of Registered Agent

Mark D. Davis

Typed or printed name of signee

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SECRETARY OF STATE
CORPORATION
DIVISION

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