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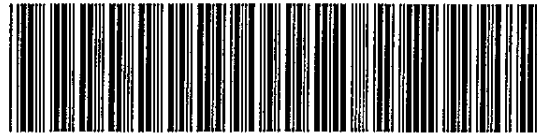
(Business Entity Name)

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ust

FRANKLIN H. WATSON, P.A.

ATTORNEY AT LAW

ADMITTED IN
FLORIDA & ALABAMA

5365 E. COUNTY HIGHWAY 30-A, SUITE 105
SEAGROVE BEACH, FL 32459

PH: (850) 231-3465
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September 10, 2004

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

**SUBJECT: ARTICLES OF AMENDMENT FOR:
COASTAL PARTNERS FL1, LLC
OUR FILE NUMBER C04-043**

Dear Sir/Madam:

Enclosed is the original and one (1) copy of the Articles of Amendment for COASTAL PARTNERS FL1, LLC and a check for \$25.00 for filing fee.

If you have any questions or concerns regarding the enclosed, please do not hesitate to contact Linda Van Tassel at 850-231-3465 (ext. 15).

FROM: FRANKLIN H. WATSON, P.A.
5365 E. Highway 30-A, Suite 105
Seagrove Beach, FL 32459
Phone: 850-231-3465
Fax: 850-231-3475

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
COASTAL PARTNERS FL1, LLC
A Florida Limited Liability Company**

Pursuant to the provisions of section 608.411, Florida Statutes, this Florida limited liability company adopts the following Articles of Amendment to its articles of organization.

FIRST: The Articles of Organization of COASTAL PARTNERS FL1, LLC, Document Number: LL04000059472, originally filed on August 9, 2004 was amended by the company's manager on August 27, 2004.

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

ARTICLE IV - MANAGEMENT

THE MANAGERS OF THE COMPANY ARE AMENDED AND SHALL READ:

JOSEPH J. BARANOWSKI
MANAGING MEMBER
778 SCENIC GULF DRIVE
DESTIN, FL 32550

CRAIG BARANOWSKI
MANAGING MEMBER
778 SCENIC GULF DRIVE
DESTIN, FL 32550

The foregoing amendment to the articles of organization were duly adopted by the Managing Member on August 27, 2004

No membership action is required.

In witness whereof, the undersigned Managing Member of this limited liability company has executed these articles on August 27, 2004


Joseph J. Baranowski
Managing Member

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TALLAHASSEE, FLORIDA