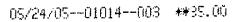
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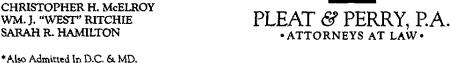


104-59M3

DAVID B. PLEAT\* AMY A. PERRY\*\* †

\*\*Also Admitted In GA. †Supreme Court Certified Mediator

CHRISTOPHER H. McELROY WM. J. "WEST" RITCHIE



4477 LEGENDARY DRIVE SUITE 202 DESTIN, FLORIDA 32541 850.650.0599 FAX 850.650.4402 law@pleat.coxatwork.com

May 20, 2005

Florida Department of State Division of Corporations New Filing Section 409 E. Gaines Street Tallahassee, Florida 32399

Re:

Amendment to Articles of Organization

of CBSE Properties, LLC

Dear Sir or Madam:

Enclosed please find the original Amendment to Articles of Organization of CBSE Properties, LLC, along with our firm Check No. 6781 in the amount of Thirty Five Dollars (\$35.00) to cover the cost of filing the enclosed Amendment.

yours,

David B. Pleat

Please feel free to call me if you have any questions.

DBP/cmh Enclosures

David E. Barton (w/o encl.)

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## AMENDMENT TO ARTICLES OF ORGANIZATION OF CBSE PROPERTIES, LLC

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Limited Liability Company adopts the following articles of amendment to its articles of organization:

ARTICLE V: The name and address of the managing members and members shall be amended to:

Title: MGRM

David E. Barton

1217 Airport Road, Suite 417

Destin, FL 32541

Title: MGRM

Amy J. Barton

1217 Airport Road, Suite 417

Destin, FL 32541

Title: MEMBER

Sydney L. Barton

1217 Airport Road, Suite 417

Destin, FL 32541

Title: MEMBER

Cara A. Barton

1217 Airport Road, Suite 417

Destin, FL 32541

Title: MEMBER

Benjamin D. Barton

1217 Airport Road, Suite 417

Destin, FL 32541

Title: MEMBER

Emily S. Barton

1217 Airport Road, Suite 417

Destin, FL 32541

The amendment was approved by the members. The number of votes cast for the Amendment was sufficient for approval.

CBSE PROPERTIES, LLC

By: David E. Barton Its: Managing Member

This document prepared by: David B. Pleat, Esq. PLEAT & PERRY, P.A. 4477 Legendary Drive, Suite 202 Destin, Florida 32541 Tel: (850) 650-0599

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