

L040000061349

2004 DEC 27 P 3:36

SECRETARY OF STATE
FLORIDA
(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

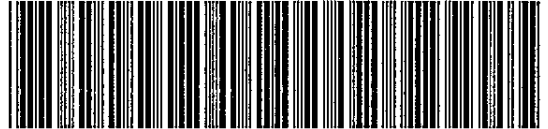
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CORCORAN & ELKINS, LLP

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December 21, 2004

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

VIA U.S. MAIL

Re: Articles of Amendment
Document Number L04000061349

To Whom It May Concern:

Enclosed herewith are Articles of Amendment to the Articles of Organization for Next Step Real Estate Holdings, LLC. Additionally, enclosed herewith is the filing fee of twenty five dollars and 00/100 (\$25.00).

If there are any questions, please do not hesitate to contact the undersigned.

Very truly yours,

Michael L. Elkins

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF
NEXT STEP REAL ESTATE HOLDINGS, LLC

Document Number of Corporation: L04000061349 Formed on August 19, 2004

Pursuant to the provisions of Florida Statutes, § 608.411(1), this **Florida Limited Liability Company** adopts the following amendments to Articles of Organization:

AMENDEMENTS ADOPTED:

ARTICLE II

The principal place of business address is:

362 Northwest Sunview Way
Port Saint Lucie, Florida 34986

The Mailing address of the corporation is:

362 Northwest Sunview Way
Port Saint Lucie, Florida 34986

Date of Adoption: December 14, 2004.

ARTICLE V

The name and address of managing members/managers are:

Mark Shore
10320 Northwest 11th Court
Plantation, Florida 33322

R. Wayne Associates, Inc.
362 Northwest Sunview Way
Port Saint Lucie, Florida 34986

Norvin Hornberger
7555 Northwest 19th Drive
Pembroke Pines, Florida 33024

CMB Mortgage, Inc.
14037 Southwest 125th Avenue
Miami, Florida 33186

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SECRETARY OF ST.
TALLAHASSEE, FLO.

Date of adoption: December 14, 2004.

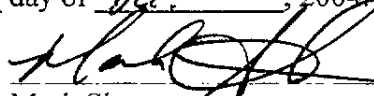
ADOPTION OF AMENDMENTS

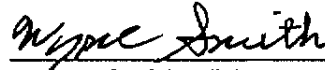
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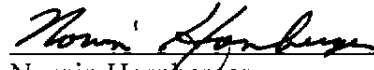
The Amendments were adopted by the managing Members by unanimous vote on December 14, 2004.

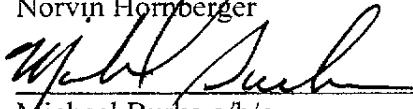
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 14th day of Dec., 2004


Mark Shore


Wayne Smith o/b/o
R. Wayne Associates, Inc.


Norvin Hornberger


Michael Burke o/b/o
CMB Mortgage, Inc.