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**HAVENS &
MILLER,**

**P.L.L.C.
ATTORNEYS AT LAW**

November 5, 2005

Re: The Grimes Group, LLC

OFFICE LOCATIONS:

**BLUEWATER BAY, FL
DESTIN, FL
NEW ORLEANS, LA**

To Whom it May Concern:

Please file the enclosed amended Articles of Organization for the above-mentioned LLC. Please feel free to call me at 850-897-6733 if you have any questions.

Jason E. Havens

Attorney at Law

Member, The Florida Bar


Master of Laws (LL.M.) in
Estate Planning

Master of Laws (LL.M.) in
International Taxation
(Emphasis: International
Estate Planning)

Creator, Legal Research for
Estate Planners
(www.jasonhavens.net)

[jasonhavens@
havensmiller.com](mailto:jasonhavens@havensmiller.com)

Best Regards,


Jennifer Garcia
Legal Assistant

Lisa Y. Pitell

Attorney at Law

Member, The Florida Bar

Master of Laws (LL.M.) in
Taxation

Master of Business
Administration (M.B.A.)

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Telephone: (850) 897-6733
Fax: (850) 897-6735

**Main Office:
4400 East Highway 20,
Suite 211
Niceville, Florida 32578**

EFFECTIVE DATE
10/31/05

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF
THE GRIMES GROUP, 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: Amendment adopted:

The Articles of Organization of this Limited Liability Company shall be amended and superseded in their entirety effective as of October 31, 2005 to read as follows:

**ARTICLE ONE
NAME**

The name of the Limited Liability Company is GRIMES PROPERTIES, L.L.C.

**ARTICLE TWO
ADDRESS**

The street address of the principal office of the limited liability company and its mailing address is 911 Don Drive, Fort Walton Beach, FL 32547.

**ARTICLE THREE
PURPOSE**

The purpose for which this Limited Liability Company is organized is any and all lawful business.

**ARTICLE FOUR
REGISTERED AGENT**

The name and Florida street address of the registered agent are:

Jason E. Havens
4400 East Highway 20, Suite 211
Niceville, FL 32578

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and

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complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Jason E. Havens

ARTICLE FIVE MANAGING MEMBERS

The names and the mailing address of the Managing Members are as follows:

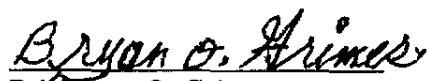
Bryan O. Grimes	911 Don Drive Fort Walton Beach, FL 32547
Connie R. Grimes	911 Don Drive Fort Walton Beach, FL 32547

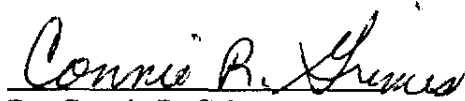
SECOND: This amendment does not provide for an exchange, reclassification, or cancellation of issued units.

THIRD: The date of this amendment's adoption is October 31, 2005.

FIFTH: Adoption of the Amendment(s): The amendment(s) was or were approved by the members. The number of votes cast for the amendment(s) was or were sufficient for approval.

EXECTUED by the Members as of the date first written above.


By: Bryan O. Grimes
Its: Managing Member


By: Connie R. Grimes
Its: Managing Member

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