

L 04000071726

Florida Department of State
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LIMITED LIABILITY AMENDMENT

REM, LLC

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

REM, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on October 4, 2004 and assigned document number L04000071726

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

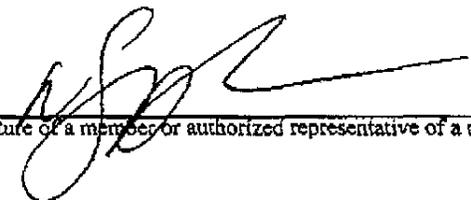
Article IV is deleted in its entirety and the following Managers are elected as of the date hereof:

Douglas J. Cordello
c/o Earthmark Companies, LLC
12800 University Drive, Suite 400
Ft. Myers, Florida 33907

Alexander L. Pockrus
c/o Earthmark Companies, LLC
12800 University Drive, Suite 400
Ft. Myers, Florida 33907

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Dated October 13, 2004



Signature of a member or authorized representative of a member

W. Scott Callahan

Typed or printed name of signee

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