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(City/State/Zip/Phone #)

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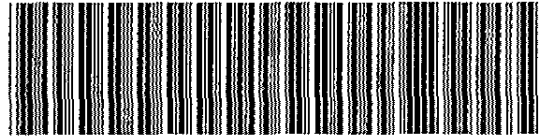
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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W4-7151
OK

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Venice Garden Apartments, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael A. Tomany
(Name of Person)

(Firm/Company)

1695 Lantana Avenue, Unit E
(Address)

Englewood, FL 34224
(City/State and Zip Code)

For further information concerning this matter, please call:

Michael A. Tomany at (941) 475-2178
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$25.00 Filing Fee
- \$30.00 Filing Fee & Certificate of Status
- \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$60.00 Filing Fee & Certificate of Status & Certified Copy (additional copy is enclosed)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

2005 JAN 13 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

VENICE GARDEN APARTMENTS, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on OCTOBER 19, 2004 and assigned document number L04000077151

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

ARTICLE VI

MANAGEMENT: Leo J. Miller is being added as an additional member of this LLC.

Dated Dec 22, 2004

Michael A. Tomany
Signature of a member or authorized representative of a member

Michael A. Tomany

Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 JAN 13 PM 3:00

FILED

Filing Fee: \$25.00