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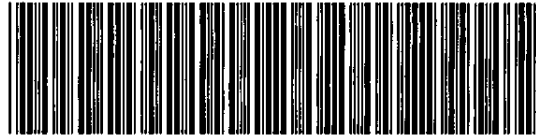
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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Barefoot Properties, 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:

Rachel Blair
(Name of Person)

Barefoot Properties, LLC
(Firm/Company)

1147 Cape Sun Blas Rd
(Address)

Poot St Jwa Fl 32456
(City/State and Zip Code)

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For further information concerning this matter, please call:

Rachel Blair at (850) 527-4049
(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)

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

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

BAREFOOT PROPERTIES

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 10/28/2004 and assigned document number 4040000 28469.

SECOND: This amendment is submitted to amend the following:

Removal of Betty Kay Weston
from articles of Corporation

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FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dated 8/3/07

Rachel Blair

Signature of a member or authorized representative of a member

Rachel Blair

Typed or printed name of signee