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ORDER DATE: December 6, 2004

ORDER TIME: 10:29 AM

ORDER NO. : 062068-010

CUSTOMER NO: 9955A

CUSTOMER: Ms. Karolyn Sheekey

Chiumento & Davenport, P.a.

Suite B

4 Old Kings Road North Palm Coast, FL 32137

DOMESTIC AMENDMENT FILING

NAME: BELLA HARBOR, L.L.C.

EFFECTIVE DATE:

| <u>XX</u> | ARTICLES | OF AMEND | MENT | . |
|-----------|----------|----------|------|---------------|
| | RESTATED | ARTICLES | OF | INCORPORATION |
| | | | | |

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EXAMINER'S INITIALS:

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ARTICLES OF AMENDMENT OF ARTICLES OF ORGANIZATION OF BELLA HARBOR, L.L.C

STATE OF STATE OF ALL Pursuant to the provisions of Florida Statute 608.411 of the Florida Limited the undersigned Company adopts the following Articles of Amendment of its Articles Organization:

FIRST:

The name of the limited liability company is: BELLA HARBOR, L.L.C.

SECOND:

The date of filing of the Articles of Organization was: November 12, 2004

THIRD:

The Articles of Organization of BELLA HARBOR, L.L.C. are hereby amended as

follows:

ARTICLE 1 Principal Office and Registered Agent

The street and mailing address of the principal office of the limited liability company is 100 Executive Way, Suite 108, Ponte Vedra, FL 32082. The name and address of the initial registered agent of the limited liability company is Gary B. Davenport, 4 Old Kings Road North, Suite B, Palm Coast, FL 32137.

ARTICLE 4 Members

The initial members of the limited liability company are as follows:

| Robert Webster | Tom Quinn | Matt Daly |
|------------------------|------------------------|------------|
| 554 Jacksonville Dr. | 554 Jacksonville Dr. | 2308 Sawg |
| Jacksonville, FL 32250 | Jacksonville, FL 32250 | Ponte Vedr |

Charlotte, NC 28255

| ** | 14 Latte Daily |
|--------------|---------------------------|
| onville Dr. | 2308 Sawgrass Village Dr. |
| le, FL 32250 | Ponte Vedra, FL 32082 |
| | |

| Jacksonville, FL 32250 | Ponte Vedra, FL 32082 |
|--------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| Derek Mercer 240 Ponte Vedra Park Dr. 2 nd Floor Ponte Vedra, FL 32082 | Steve Jones 19701 SE 4 th Way Camas, WA 98607 |
| Ben Bishop 1502 Roberts Dr. Jacksonville, FL 32250 | Palm Coast 4, L.L.C. 100 Executive Way Suite 108 Ponte Vedra, FL 32082 |
| | Derek Mercer 240 Ponte Vedra Park Dr. 2 nd Floor Ponte Vedra, FL 32082 Ben Bishop 1502 Roberts Dr. |

ARTICLE 6 Management

The business of the Company shall be managed by a manager or managers and is, therefore, a manager-managed Company. The manager is as follows:

Name Address

Ronald B. Vergnolle 285 Fairforest Way

Greenville, SC 29607

The foregoing Amendments were adopted by the members of the Company on this 3rd day of December, 2004.

The aforesaid Amendments to the Articles of Organization of BELLA HARBOR, L.L.C. shall become effective upon filing of this Amendment with the Department of State.

DATED: December 3, 2004

Authorized Representative of a Member

Gary B. Davenport

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