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Arthur Rutenberg Homes

TRANSMITTAL LETTER

DATE: August 16, 2005

TO: Registration Section

Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

SUBJECT: Monticello Homes, LLC

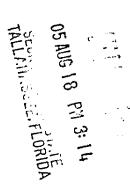
Document # L04000090644

The enclosed First Amendment to Operating Agreement of Brightfield Homes, LLC and fees are submitted for filing.

This action was taken pursuant to the attached notification from the Department of Business and Professional Regulation regarding the registration of the Broker of Record.

Please return all correspondence concerning this matter to Alan Weiner at the address listed below. For further information concerning this matter, please call Ginger Queen at (727) 536-5900, ext. 265.

Enclosed is a check for \$25.00 Filing Fee.



FIRST AMENDMENT TO OPERATING AGREEMENT OF MONTICELLO HOMES, LLC

This First Amendment to the Operating Agreement of Monticello Homes, LLC is made in accordance with Sections 608.401 et. seq of the Florida Limited Liability Company Act by the sole member thereof, Rutenberg Holdings, LLC, and is effective on the date of signature below.

- 1. Paragraphs 4.1 and 4.2 of Article IV are hereby amended in their entirety to read as follows:
- 4.1 The responsibility and control of the management and conduct of the Company's day-today activities and operations shall be vested in a Manager appointed by resolution of the sole member, and such officers as said Manager may appoint in its discretion.
- 4.2 The Manager shall have the right, power and authority necessary to manage the business and affairs of the Company, to do or cause to be done any and all acts, at the expense of the Company, deemed by the Manager to be necessary, convenient or incidental to the conduct of the Business of the Company.
- 2. Paragraphs 5.1 and 5.2 of Article V are hereby amended by substituting the word "Manager" wherever the word "Member" appears.
- 3. In all other respects, said Operating Agreement, originally dated as of December 7, 2004, is hereby ratified and confirmed.

Rutenberg Holdings, LLC

Arthur Rutenberg,

Managing Member

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CONSENT RESOLUTION OF THE SOLE MEMBER OF MONTICELLO HOMES, LLC

Rutenberg Holding, LLC being the sole member of Monticello Homes, LLC (the "Company"), pursuant to Florida Statutes 608.401 et. eq., and pursuant to the Company's Operating Agreement as amended hereby adopts the following resolution:

RESOLVED: That Arthur Rutenberg be and he hereby is appointed as the Manager of the Company and to hold such position until his resignation or removal by the members of the Company.

Rutenber Holdings LLC

Arthur Rutenberg

Managing Member

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