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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Winthrop 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:

Note Mailing Address only. Not Principal office address
Serena Winthrop Sands
(Name of Person)

Winthrop Properties LLC
(Firm/Company)

10 cherry creek RD
(Address)

Newport RI 02840
(City/State and Zip Code)

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For further information concerning this matter, please call:

Serena W Sands at (401) 846-0229 or 781-7
(Name of Person) (Area Code & Daytime Telephone Number)
781-710-448

Enclosed is a check for the following amount:

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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

Winthrop Properties LLC.

(Present Name)
(A Florida Limited Liability Company)

FILED
05 DEC -7 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The Articles of Organization were filed on Jan 20 2005 and assigned document number LO50000026213

SECOND: This amendment is submitted to amend the following:

MGRM Name & Address
Serena Winthrop Sands
10 cherry creek RD
Newport RI 02840

Dated December 17th, 2005.

Serena Winthrop Sands

Signature of a member or authorized representative of a member

Typed or printed name of signee