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FIRST ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
JL EAST PROPERTIES, LLC

The undersigned, for the purpose of amending the Articles of Organization of JL EAST PROPERTIES, LLC, a Florida limited liability company, hereby makes, acknowledges, and files the following amendment to its Articles of Organization, pursuant to Section 608.411, Florida Statutes.

FIRST: The Articles of Organization of JL EAST PROPERTIES, LLC, were filed with the Florida Department of State on February 9, 2005, and were assigned Document Number L05000013508.

SECOND: The following amendments to the Articles of Organization were adopted by JL EAST PROPERTIES, LLC:

1. Article I of the Articles of Organization is hereby amended by deleting the existing Article I in its entirety and replacing it with the following:

ARTICLE I - NAME

The name of the limited liability company shall be Waterford Properties, LLC (the "Company")

2. Article V of the Articles of Organization is hereby amended by deleting the existing Article V in its entirety and replacing it with the following:

ARTICLE V-MANAGEMENT


The Company shall be managed by the Members in accordance with the Operating Agreement adopted by the Members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. At the time that these Amendment to Articles of Organization are executed, the Managing Members are as follows:

James S. Dixon
Managing Member (MGRM)
3581 Mercantile Avenue
Naples, Florida 34104

Laura H. Dixon
Managing Member (MGRM)
3581 Mercantile Avenue
Naples, Florida 34104

Marc C. Freije
Managing Member (MGRM)
3581 Mercantile Avenue
Naples, Florida 34104

Signed this 4th day of May, 2006.


Mary Beth M. Clary, Esq.,
Authorized Representative of Members

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