

MAR/01/2005/TUE 03:09
DIVISION OF CORPORATIONS

WELTON & WILLIAMSON

FAX No 850 689 0706

MAR/01/2005
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L05000018877

Florida Department of State
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From:

Account Name : WELTON & WILLIAMSON P.A.
Account Number : 119990000108
Phone : (850)682-2120
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LIMITED LIABILITY AMENDMENT

G2W-II, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
G2W-II, LLC
(A Florida Limited Liability Company)**

FIRST: The Articles of Organization were filed on February 24, 2005, and assigned document number L05000018877.

SECOND: The following amendments to the Articles of Organization were adopted by the limited liability company: Dated, March 1, 2005.

**ARTICLE ONE
Name**

The name of the Limited Liability Company is:

G2W-II, LLC

**ARTICLE TWO
Purpose**

The purpose of this Limited Liability Company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.

**ARTICLE THREE
Address of Principle Office**

The physical and mailing address of the registered office of the Limited Liability Company is:

1020 Ferdon Blvd. South
Crestview, FL 32536

**ARTICLE FOUR
Registered Agent**

The name and address of the registered agent of the Limited Liability Company is:

Welton & Williamson, LLC
1020 Ferdon Blvd. South
Crestview, FL 32536

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ARTICLE FIVE
Term

Term of this Limited Liability Company shall be perpetual.

ARTICLE SIX
Membership Units

The Limited Liability Company is authorized to issue a total of 1000 membership units.

ARTICLE SEVEN
Members at Time of Formation

The name and address of the members at the time of formation and their respective membership units are as follows:

Okaloosa Investment Enterprises, Inc., by
1020 Perdon Blvd. South
Crestview, Florida 32536
1000 membership units

ARTICLE EIGHT
Management

Management of the Limited Liability Company at the time of formation is reserved to the initial members, who shall both serve as Managing Members and whose names, address and titles are as follows:

Okaloosa Investment Enterprises, Inc.,
Managing Member

mission of New Members

Individual members shall have no right to admit new members. New members can only be admitted upon the unanimous vote of the members.

With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

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ARTICLE TEN**Members Right to Continue Business**

The remaining members of the Limited Liability Company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company as further set forth in the Regulations of the Limited Liability Company.

ARTICLE ELEVEN**Limitations on Agency Authority of Members**

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

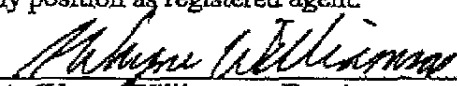
ARTICLE TWELVE**Regulations**

Any Regulations (as defined in Section § 608.402(13) of the Act, relating to this Limited Liability Company must be in writing and signed by all of the Members.


Mark H. Welton, for Okaloosa Investment
Enterprises, Inc. Authorized Representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.)

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


A. Wayne Williamson, Esquire
For Welton & Williamson, LLC.
Registered Agent

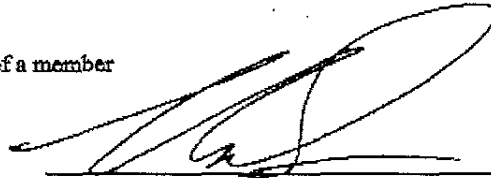
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Signature of a member or authorized representative of a member



Mark H. Welton, for Okaloosa Investment
Enterprises, Inc. Authorized Representative

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