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Account Name : BAXTER & ELIAS, LLP

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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

WHISPERING LAKES II, LLC

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Help

FAX AUDIT NUMBER (((H06000017932 31))

ARTICLES OF AMENDMENT TO

2006 JAN 23 A 8:31

SECRETARY OF STATE TALL'AHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF

WHISPERING LAKES II, LLC

(Document #L05000019426)

FIRST:

The date of filing of the articles of organization was February 25, 2005.

SECOND:

The following amendments to the articles of organization was/were

adopted by the limited liability company:

Section 2

This Article is amended to delete Jeffrey L. Baxter as the managing member. The name and address of the new managing member(s)/manager(s) are:

Title: Manager AJ Garcia 15100 N.W. 67th Avenue Suite 210 Miami Lakes, Fl 33014

Title: Manager Guillermo Carrillo, Jr. 15100 N.W. 67th Avenue Sulte 210 Miami Lakes, Fl 33014

In all other respects, the Articles are confirmed and ratified.

Signed this 20th day of January, 2006.

Signature:

leffrey L. Baxter, Authorized Representative of Member

This instrument prepared by: Jeffrey L. Baxter, Esquire Florida Bar No. 39659 Baxter & Elias, LLP 15500 New Barn Road, Suite 104 Miami Lakes, Florida 33014

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