

L05000022068

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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

441 AND 31ST STREET, LLC

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441 AND 31ST STREET, LLC

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION

ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION OF
441 AND 31ST STREET, LLC

On this _____ day of _____, 2007, the Member-Manager of 441 and 31st Street, LLC, a Florida limited liability company (referred to as the "Company") adopts and ratifies these Articles of Amendment to the Articles of Organization.

RECITALS

- (A). The name of the Company, as identified in the records of the Florida Department of State, is 441 and 31st Street, LLC, with document number L05000022068, and federal employer identification number 20-2443636.
- (B). On the 4th day of March, 2005, the Company signed Articles of Organization and filed the Articles with the Florida Department of State.
- (C). Pursuant to Section 608.411 of the Florida Statutes, and Article IX of its Articles of Organization, the Members possess the right to amend these Articles.

Now, therefore, the Member-Manager wishes to exercise his authority and hereby amends the Articles of Organization as follows:

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441 AND 31ST STREET, LLC

ARTICLES OF AMENDMENT / ARTICLES OF ORGANIZATION

441 and 31st Street, LLC hereby revokes Article VI from the Articles of Organization, to be replaced by new Article VI as follows:

**ARTICLE VI
MANAGEMENT**

Section 6.1 Management. The limited liability company is to be managed by one (1) or more managers, and is, therefore, a Manager-Managed limited liability company.

The manager, until his successor is duly elected and installed, is C.L. Dinkins, Jr.

This Amendment to the Articles of Organization was approved by the Member-Manager and Members. The number of votes cast for this Amendment to the Articles of Organization was sufficient for approval. This Amendment to the Articles of Organization was adopted by the Member-Manager after Members approval.

The unamended portions of the Articles of Organization of 441 and 31st street, LLC, and this First Amendment to the Articles of Organization, without reference to the amended portions, shall now constitute the Articles of Organization of 441 and 31st street, LLC.

(Corporate Seal)


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441 AND 31ST STREET, LLC

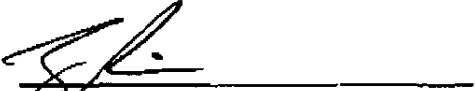
ARTICLES OF AMENDMENT ARTICLES OF ORGANIZATION

On this ___ day of _____, 2007, C.L. Dirkins, Jr., as Member-Manager, executed and adopted these Articles of Amendment to the Articles of Organization of 441 and 31st street, LLC in the presence of the following two witnesses:


Witness


441 and 31st Street, LLC, by C.L. Dirkins, Jr.,
as Member-Manager

Mike Dirkins
Printed name


Witness

Tracy Rains
Printed Name

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441 AND 31ST STREET, LLC

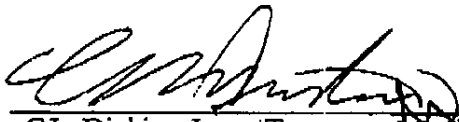
JOINT WRITTEN CONSENT

JOINT WRITTEN CONSENT OF MEMBER-MANAGER AND MEMBERS OF 441 AND 31ST STREET, LLC

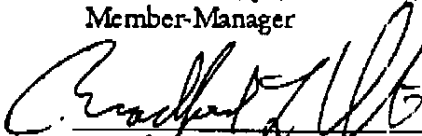
Pursuant to Article XVIII of the Limited Liability Company Operating Agreement of 441 and 31st Street, LLC, the undersigned, being the Member-Manager and the Members of 441 and 31st Street, LLC, a Florida limited liability company, (referred to as the "Company"), take the following written actions in lieu of holding a special meeting of the Member-Manager and Members:

- (1). The Member-Manager and Members hereby ratify the change in Management structure of the 441 and 31st Street, LLC from Member-Managed to Manager-Managed, and designate C.L. Dirkins, Jr. as the Manager.
- (2). The Member-Manager and Members hereby ratify the execution and filing of the Articles of Amendment to the Articles of Organization of the 441 and 31st Street, LLC.

(Corporate Seal)



 C.L. Dinkins, Jr., as Trustee, as Member and Member-Manager



 Bradford L. Dinkins, as Member

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