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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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PETER R. McGRATH

ATTORNEY AT LAW

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FAX: (407) 872-1970

September 14, 2005

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

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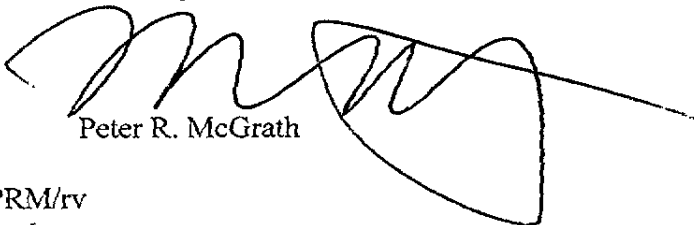
Re: JEM RE Partnership II, LLC (Doc. No.: L05000029185);
Resignation of Company Manager, Edie Lombardo

Dear Sir or Madame:

Please be advised that Edie Lombardo has given her resignation as a member and manager of the above-referenced company. Acting as sole manager and member of the Company will be Laurie M. McGrath. Please see attached Amendment to Articles of Organization.

Thank you for your attention to this matter.

Sincerely,



Peter R. McGrath

PRM/rv
enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 27, 2005

PETER R MCGRATH
801 NORTH MAGNOLIA AVE STE 304
ORLANDO, FL 32803

SUBJECT: JEM RE PARTNERSHIP II, LLC
Ref. Number: L05000029185

We have received your document for JEM RE PARTNERSHIP II, LLC, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$25.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 705A00058933

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AMENDMENT TO ARTICLES OF ORGANIZATION

WHEREAS, the original Articles of Organization for JEM RE Partnership II, LLC (the "Company"), were filed with the Florida Department of State, Division of Corporations, on March 24, 2005; and

WHEREAS, Edie Lombardo has requested that the company permit her to formally resign as the managing member of the Company; and

WHEREAS, the company desires to place Laurie M. McGrath as the sole manager and member of the Company;

BE IT RESOLVED AS FOLLOWS:

1. At a duly held meeting of the members of the Company held at 7:00 p.m., Monday, September 12, 2005, by unanimous vote of the members present, which included Laurie M. McGrath and Edie Lombardo, the Company took the following actions:

- (a) Accepted Edie Lombardo's resignation, and removed her as a member and manager of the Company;
- (b) Installed Laurie M. McGrath as the sole manager and member of the Company;
- (c) The Company directed counsel to advise the Florida Department of State, Division of Corporations (the "Division") of the changes, specifically requesting (i) that Edie Lombardo's name be entirely removed on the Division's website as being either a manager or member of the Company, and that (ii) Laurie M. McGrath be listed as the sole manager and member of the Company.

Dated this 13th day of September, 2005.



EDIE LOMBARDO
Former Manager and Member of the
Company



LAURIE M. McGRATH
Manager/Member

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