

H05000029242

Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

LIMITED LIABILITY AMENDMENT

1116 WEST ORANGE AVENUE, LLC

Certificate of Status	0
Certified Copy	0
Page Count	02
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DIVISION OF CORPORATION

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
1116 WEST ORANGE AVENUE, LLC**

SEP 15 A 6:00
FILED IN FLORIDA

The following provisions of the Articles of Organization of 1116 WEST ORANGE AVENUE, LLC, a Florida limited liability company, which were filed on the March 23, 2005, and assigned document number L05000029242, be and they hereby are amended in the following particulars.

Article VI: ORGANIZER/MEMBER

The Member(s) of the Company shall be amended as follows:

- (1) Camelot Holdings, LP. shall be removed as a Member.

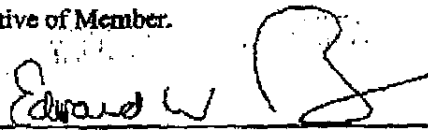
Article VIII: MANAGMENT

The Member-Managers of the Company shall be amended as follows:

<u>Office</u>	<u>Name and Address</u>
Member-Manager	John Zalkin 411 N. U.S. 1, Second Floor Fort Pierce, FL 34950
Member	Jason M. Kaplan 411 N. U.S. 1, Second Floor Fort Pierce, FL 34950
Member	Miles A. Zalkin 411 N. U.S. 1, Second Floor Fort Pierce, FL 34950

Dated this 14th day of September, 2005. SEP 15 A 6:00

Signature of Member or authorized representative of Member.

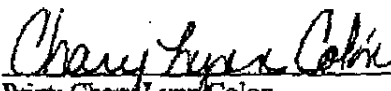

Edward W. Becht, Authorized Representative
for John A. Zalkin, Member

**STATE OF FLORIDA
COUNTY OF ST. LUCIE**

The foregoing instrument was acknowledged before me this 14th day of September, 2005, by Edward W. Becht, Authorized Representative for John A. Zalkin, Member, who is personally known to me x or who has produced as identification and who did /did not x take an oath.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal on the day and year above written.

NOTARY PUBLIC-STATE OF FLORIDA
 Chary Lynn Colon
Commission #DD448394
Expires: JULY 20, 2009
Bonded Third Atlantic Bonding Co., Inc.


Print: Chary Lynn Colon
Title: Notary Public, State of Florida
My Commission expires: