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FRANKLIN H. WATSON, P.A.

ATTORNEY AT LAW

ADMITTED IN
FLORIDA & ALABAMA

5365 E. COUNTY HIGHWAY 30-A, SUITE 105
SEAGROVE BEACH, FL 32459

PH: (850) 231-3465
FAX: (850) 231-3475

April 12, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**SUBJECT: ARTICLES OF AMENDMENT FOR:
SEAGROVE VILLAS DEVELOPMENT COMPANY, LLC
OUR FILE NUMBER: C05-021**

Dear Sir/Madam:

Enclosed is the original and one (1) copy of the Articles of Amendment for Seagrove Villas Development Company, LLC, and a check for \$25.00 for filing fee.

If you have any questions or concerns regarding the enclosed, please do not hesitate to contact Linda Van Tassel at 850-231-3465 (ext. 15).

FROM: FRANKLIN H. WATSON, P.A.
5365 E. Highway 30-A, Suite 105
Seagrove Beach, FL 32459
Phone: 850-231-3465
Fax: 850-231-3475

FILED
05 APR 21 PM 3:24
TALLAHASSEE, FLORIDA
S.E. 1000

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SEAGROVE VILLAS DEVELOPMENT COMPANY, LLC
A Florida Limited Liability Company**

Pursuant to the provisions of section 608.411, Florida Statutes, this Florida limited liability company adopts the following Articles of Amendment to its articles of organization.

FIRST: The Articles of Organization of SEAGROVE VILLAS DEVELOPMENT COMPANY, LLC, Document Number: L05000034579, originally filed on April 8, 2005 was amended by the company's managers on April 12, 2005.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

ARTICLE II – ADDRESS:

THE STREET AND MAILING ADDRESS OF THE PRINCIPAL OFFICE OF THE COMPANY SHALL BE:

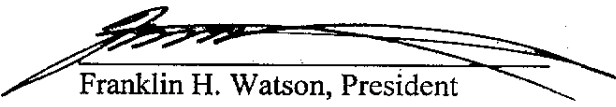
5399 E. COUNTY HWY. 30-A
SEAGROVE BEACH, FLORIDA 32459

The foregoing amendment to the articles of organization were duly adopted by the Managing Member(s) on April 12, 2005.

No membership action is required.

In witness whereof, the undersigned Authorized Agent of this limited liability company has executed these articles on April 12, 2005.

FRANKLIN H. WATSON, P.A.


Franklin H. Watson, President
Authorized Agent

05 APR 21 PM 3:34
TALLAHASSEE, FLORIDA
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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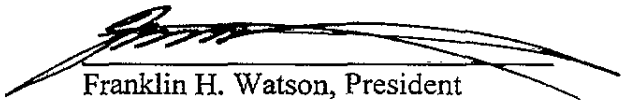
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FRANKLIN H. WATSON, P.A.


Franklin H. Watson, President
Authorized Agent

AmendArticles.LLC.Seagrove Villas Development

05 APR 21 PM 3:34
SEAGROVE VILLAS DEVELOPMENT COMPANY, LLC
TALLAHASSEE, FLORIDA