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REC
TALLAHASSEE, FLORIDA
05 APR 25 PM 2:11

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:
THE PRESERVE AT SAND CLIFFS, LLC
OUR FILE NUMBER: C05-017**

Dear Sir/Madam:

Enclosed is the original and one (1) copy of the Articles of Amendment for The Preserve at Sand Cliffs, 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

05 APR 25 PM 2:11
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
THE PRESERVE AT SAND CLIFFS, 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 THE PRESERVE AT SAND CLIFFS, LLC, Document Number: L05000036533, originally filed on April 12, 2005 was amended by the company's managers on April 21, 2005.

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

ARTICLE I - NAME

THE NAME OF THE COMPANY IS HEREBY AMENDED TO READ:

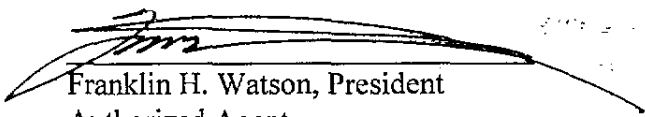
BLUE MOUNTAIN PARTNERS, LLC

The foregoing amendment to the articles of organization were duly adopted by the Managing Member(s) on April 21, 2005.

No membership action is required.

In witness whereof, the undersigned Authorized Agent of this limited liability company has executed these articles on April 21, 2005.

FRANKLIN H. WATSON, P.A.


Franklin H. Watson, President
Authorized Agent

AmendArticles.LLC.Blue Mountain Partners/Preserve at Sand Cliffs

05 APR 25 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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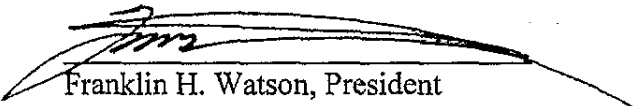
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FRANKLIN H. WATSON, P.A.


Franklin H. Watson, President
Authorized Agent

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TALLAHASSEE, FLORIDA