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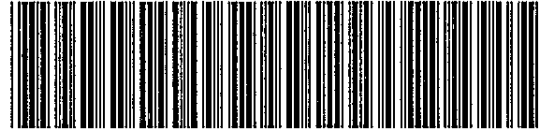
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SEC OF STATE
TALLAHASSEE FLORIDA

Kenneth J. Michels
1312 Fourth Street
Key West, Fl. 33040
September 16, 2005

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: 1401, LLC; Amendment to Articles of Organization

To whom it may concern:

I enclose two original Amendments to the Articles of Organization for 1401, LLC for filing by the Secretary of State. Also enclosed, you will find my check in the amount of \$25 covering the filing fees.

Kindly return a date stamped copy of these Articles of Amendment to my office.

If you have any questions, please contact the undersigned directly. Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink that reads "Kenneth J. Michels". The signature is written in a cursive, flowing style.

Kenneth J. Michels

**AMENDMENT TO ARTICLES OF ORGANIZATION
FOR 1401-N MARINA GRANDE, LLC
FILED IN COMPLIANCE WITH FLORIDA STATUTES CHAPTER 608**


Pursuant to Florida Statutes Chapter 608, the undersigned Member hereby files this Amendment to the Articles of Organization for 1401-N Marina Grande, LLC, hereinafter referred to as the Company.

1. The name of the company is 1401-N Marina Grande, LLC.
2. The company filed its original Articles of Organization on May 25, 2005 document number L05000052405. This document comprises an amendment to the Articles of Organization for 1401-N Marina Grande, LLC.
3. Article I (NAME) of the Articles of Organization is hereby deleted to be replaced with the following Article I:

**"ARTICLE I.
(NAME)**

The name of this limited liability company is 1401, L.L.C."

IN WITNESS WHEREOF, the undersigned Manager does hereby set his hand and seal on this 16th day of September, 2005.


Kenneth J. Michels, Manager

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