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LIMITED LIABILITY AMENDMENT

LR 09/29/05

PALMAS, LLC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	$25.00

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ARTICLES OF CORRECTION
TO
ARTICLES OF ORGANIZATION
OF
PALMAS, LLC
(the "Company")

FIRST: The Articles of Organization were filed on August 22, 2005, and assigned document number L05000082789.

SECOND: Pursuant to the provisions of Section 608.4115, Florida Statutes, the following correction is being made to the Company's Articles of Organization within thirty (30) business days after the Articles of Organization were filed, such that it will be effective as of the date the Company's Articles of Organization were first filed.

THIRD: The Articles of Organization incorrectly provided the name of the Company as "Palmas, LLC." The name of the Company should be reflected as "Palmas Services, LLC." Accordingly, Article I of the Articles of Organization should read as follows:

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"ARTICLE I

NAME

The name of this limited liability company (the "Company") is **PALMAS SERVICES, LLC** and its mailing address is P.O. Box 22136, Epcot Center, Lake Buena Vista, Florida 32830, and the principal place of business of the Company shall be located at 1480 "C" Avenue of the Stars, Trailer P-15, Lake Buena Vista, Florida 32830."

FOURTH: All other provisions of the Articles of Organization as filed remain unchanged and in full force and effect.

Dated this 28th day of September, 2005, effective as of August 22, 2005.

Richard D. Debler, Managing Member

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ARTICLES OF ORGANIZATION
OF
PALMAS, LLC

ARTICLE I

NAME

The name of this limited liability company (the "Company") is **PALMAS, LLC** and its mailing address is P.O. Box 22136, Epcot Center, Lake Buena Vista, Florida 32830, and the principal place of business of the Company shall be located at 1480 "C" Avenue of the Stars, Trailer P-15, Lake Buena Vista, Florida 32830.

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ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Company shall commence existence on the date of signing these articles of organization and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL PURPOSE: GENERAL POWERS

The general purpose of this Company shall be to engage in any activity permitted under the Florida Limited Liability Act, as the same now exists and as hereafter amended (the "Act"). The Company shall have all of the powers enumerated in the Act, and all such other powers as are permitted by applicable law, necessary and incidental to the carrying on of the foregoing purposes.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Company shall be located at 1480 "C" Avenue of the Stars, Trailer P-15, Lake Buena Vista, Florida 32830, and the initial registered agent of this Company at that address shall be **RICHARD D. DEBLER.** The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of organization.

ARTICLE V

MANAGEMENT

The management or conduct of the business and affairs of the Company is reserved to the Member(s), and the name and street address of the initial Managing Member is:

Richard D. Debler
1480 "C" Avenue of the Stars
Trailer P-15
Lake Buena Vista, Florida 32830

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ARTICLE VI

OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members.

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ARTICLE VII

ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time on such terms and conditions as are set forth in the Operating Agreement of the Company.

ARTICLE VIII

DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY, EXPULSION, DISSOLUTION OF MEMBER

The death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member shall not terminate the Company unless otherwise required by applicable law.

ARTICLE IX

AMENDMENT

The right to amend or repeal any provisions contained in these articles of organization is reserved to the Members.

ARTICLE X

HEADINGS AND CAPTIONS

The headings or captions of these various articles of organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of organization declaring and certifying that the facts stated herein are true, this 19 day of August, 2005.

Richard D. Debler, Managing Member

{OR893632;1}

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

PALMAS, LLC (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated **Richard D. Debler** as its Registered Agent to accept service of process within the State of Florida with its registered office located at 1480 "C" Avenue of the Stars, Trailer P-15, Lake Buena Vista, Florida 32830.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections *608.415* and *607.0505*, *Florida Statutes*, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated this 17 day of August, 2005.

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Registered Agent:

Richard D. Debler

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