

LO5000084045

Louis Zaretsky
(Requestor's Name)

Royal Title & Escrow

555 NE 15th Street #100
(Address)

Miami, FL 33132
(City/State/Zip/Phone #)

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(Business Entity Name)

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 19, 2005

LOUIS ZARETSKY
ROYAL TITLE ESCROW
555 NE 15TH STREET #100
MIAMI, FL 33132

SUBJECT: WHARTON PROPERTIES, LLC
Ref. Number: L05000084045

We have received your document for WHARTON PROPERTIES, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Limited liability companies are either member-managed or manager-managed - not both. Member-managed companies are managed by the members of the limited liability company. Manager-managed companies are managed by non-members. Please amend your document to reflect either the limited liability company is member-managed or manager-managed. If the limited liability company is member-managed, list the names and addresses of the members who will manage the company and identify them solely as managing members. If the limited liability company is manager-managed, list the names and addresses of the non-members who will manage the company and identify them solely as managers. You cannot list both managers and managing members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 805A00057423

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**AMENDMENT TO THE ARTICLES OF ORGANIZATION
FOR
WHARTON PROPERTIES, LLC**

The undersigned, being an authorized representative of the Member of Wharton Properties, LLC, a Florida limited liability company (the "Company"), the Article of Organization of said Company having been filed on August 24, 2005 under Document No. L05000084045, does hereby certify, attest and serve notice, pursuant to Section 608.411 of the Florida Statutes, those Certain Articles of Organization of the Company is hereby amended as follows

ARTICLE V – MANAGEMENT

The name and address of the Managing Member is as follows:

Rose Wharton
1435 Collins Avenue
Miami Beach, FL 33139

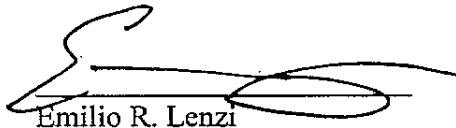
ARTICLE VI – REGISTERED AGENT/REGISTERED OFFICE

The name and Florida Street address of the registered agent are:

Rose Wharton
1435 Collins Avenue
Miami Beach, FL 33139

The Undersigned, as an authorized representative of a Member of the Company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file this Amendment to the Articles of Organization, hereby declaring and certifying that the facts stated are true.

Dated: September 23, 2005


Emilio R. Lenzi

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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