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VILLAGES OF MANASOTA BEACH, L.L.C.

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: VILLAGES OF MANASOTA BEACH, L.L.C.

(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

J. KEVIN DRAKE, ESQ.

(Name of Person)

DOOLEY & DRAKE, P.A.

(Firm/Company)

1432 FIRST STREET

(Address)

SARASOTA, FLORIDA 34236

(City/State and Zip Code)

For further information concerning this matter, please call:

J. KEVIN DRAKE, ESQ.

(Name of Person)

at (**941**) **954-7750**

(Area Code & Daytime Telephone Number)

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MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
VILLAGES OF MANASOTA BEACH, L.L.C.**

FIRST: The date of filing of the Articles of Organization was September 26, 2005, and assigned document number L05000094253.

SECOND: The following amendments to the Articles of Organization were adopted by the limited liability company:

1. Article II is hereby deleted and the following is substituted therefor:

The mailing address and street address of the principal office of the company is:

779 Commerce Drive
Suite 14
Venice, Florida 34292

2. Article VIII is hereby amended to change the names and addresses of the managers:

Title: MGR
DONALD C. FEE, JR.
2212 - 6th Street
Sarasota, FL 34237 US

Title: MGR
JEFFREY GATES
779 Commerce Drive, #14
Venice, FL 34292 US

Title: MGR
PAUL W. MACPHAIL
1451 Global Court
Sarasota, FL 34240 US

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Dated: 12-5, 2007

Signed: _____

Donald C. Fee, Jr., Managing Member

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