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DAVID B. PLEAT*
AMY A. PERRY** †

CHRISTOPHER H. McELROY
WM. J. "WEST" RITCHIE
SARAH R. HAMILTON

*Also Admitted In D.C. & MD.
**Also Admitted In GA.
†Supreme Court Certified Mediator



PLEAT & PERRY, P.A.
• ATTORNEYS AT LAW •

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DESTIN, FLORIDA 32541
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FAX 850.650.4402
law@pleat.coxatwork.com

October 4, 2005

Via Federal Express

Florida Department of State
Division of Corporations
2661 Executive Center Circle
Clifton Building
Tallahassee, FL 32301

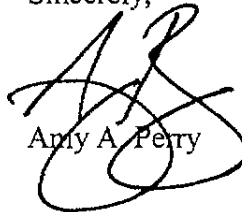
Re: Amendment to Articles of Organization of Soundview Holdings, LLC

Dear Sir/Madam:

Enclosed please find the original Amendment to Articles of Organization of Soundview Holdings, LLC along with our Check No. 7162 in the amount of \$25.00 which covers the cost of the filing fee. We would appreciate it if you would forward a copy of the file stamped Amendment to Articles of Organization to our office at your earliest convenience.

Should you have any questions, please do not hesitate to contact me.

Sincerely,


Amy A. Perry

AAP/kmb
Enclosures

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**AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SOUNDVIEW HOLDINGS, LLC**

The undersigned, Smith and Rookis Investments, LLC, purchased 100% of the Membership Interest of Soundview Holdings, LLC on September 30, 2005. For the purpose of amending the limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, Smith and Rookis Investments, LLC hereby makes, acknowledges and files the following Amendment to Articles of Organization, the original Articles of Organization were filed on September 29, 2005.

This amendment is submitted to amend the following:

ARTICLE IV - ADDRESS OF PLACE OF BUSINESS

The mailing and street address for the Company is 7 Town Center Loop, Unit C-14, Santa Rosa Beach, FL 32459. This address may be changed from time to time by unanimous vote of the members.

ARTICLE V - REGISTERED OFFICE

The name of the registered agent and the street address of the registered agent of the Company in the State of Florida is Amy A. Perry, 4477 Legendary Drive, Suite 202, Destin, FL 32541.



AMY A. PERRY, Registered Agent

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ARTICLE VI - MANAGEMENT

The overall management and control of the business and affairs of the Company shall be vested in a Manager. The Manager of the Company shall be Rookis, Inc.

Executed at Destin, Florida, on this 4th day of October, 2005.

Smith and Rookis Investments, LLC,
Sole Member of Soundview Holdings, LLC



By: Rookis, Inc.
Its: Manager
By: Richard J. Rookis
Its: President

IN WITNESS WHEREOF, the undersigned has made and subscribed this Amendment to Articles of Organization at Destin, Okaloosa County, Florida, on this 4th day of October, 2005.

Richard J. Rookis
Richard J. Rookis

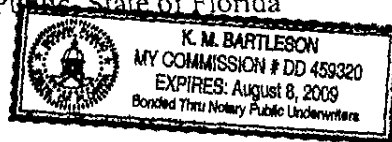
STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME the undersigned personally appeared RICHARD J. ROOKIS, who is personally known and who subscribed the above Amendment to Articles of Organization and who did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at the above County and State this 4th day of October, 2005.

K.M. Bartleson
Print Notary's Name: K.M. Bartleson
Notary Public, State of Florida

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