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DOOLEY & DRAKE, PA

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BOCA GRAND RAILROAD, L.L.C.

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January 9, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BOCA GRAND RAILROAD, L.L.C.
4251 N. WASHINGTON BLVD., SUITE C-2
SARASOTA, FL 34234

SUBJECT: BOCA GRAND RAILROAD, L.L.C.
REF: L05000104679

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

An LLC amendment cannot have an effective date which is prior to the date of filing. Because we received your filing on January 6, 2006, it cannot have an effective date of January 4, 2006.

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

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Lee Rivers
Document Specialist

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
THE ARTICLES OF ORGANIZATION
OF**

BOCA GRAND RAILROAD, L.L.C.

FIRST: The date of filing of the Articles of Organization was October 25, 2005.

SECOND: The following amendment(s) to the articles of Organization was/were adopted by the limited liability company:

Article VIII is hereby deleted and the following is substituted therefor:

ARTICLE VIII -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

WILLIAM TAGLAND

ADDRESS:

224 Island Circle
Sarasota, FL 34242

STEVE HITEMAN

ADDRESS:

2008 Curry Road
Lutz, FL 33549

Dated this 4th day of January, 2006.



William Tagland, Managing Member

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