

L06000030539

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TALLAHASSEE, FLORIDA

RIORDAN & HERMAN, P.L.

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John S. Riordan, Esq.

Ron D. Herman, Esq.

June 15, 2007

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

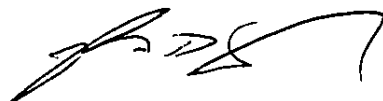
RE: Articles of Incorporation of Apogee Residential, L.L.C.
Document Number L06000030539

To Whom It May Concern:

Enclosed herewith please find the Articles of Amendment and the required \$35.00 filing fee for the above-referenced document number. Please direct all correspondence regarding this matter to the above-listed address, attention, Ron D. Herman.

If you have any questions, please do not hesitate to call.

Very truly yours,



Ron D. Herman

cc: file
client

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION
OF JRD MANAGEMENT SERVICES, LLC.**

ARTICLE I – Name:

The name of the Limited Liability Company is APOGEE RESIDENTIAL, LLC.

ARTICLE II – Date of Filing:

The date of filing the Articles of Organization is March 22, 2006 and assigned
document number L06000030539.

ARTICLE III – Amendment of Management:

This Limited Liability Company is to be managed by a manager or managers and
the name and address of the amended managers who are to serve are:

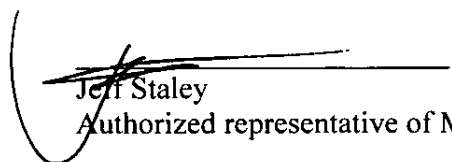
Dennis Lee
3600 South Congress Avenue, Suite D
Boynton Beach, FL 33426

Jeff Staley
3600 South Congress Avenue, Suite D
Boynton Beach, FL 33426

Carlos Toledo
3600 South Congress Avenue, Suit D
Boynton Beach, FL 33426

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WHEREFORE, the undersigned member has executed these Articles of
Amendment the 9th day of June, 2007.


Jeff Staley
Authorized representative of Member

**AMENDMENT TO THE OPERATING AGREEMENT OF APOGEE
RESIDENTIAL, LLC**
A Florida Limited Liability Company

1. ARTICLE 1.5 (q) is hereby amended to read:
Members. Dennis Lee, Jeff Staley and any and all additional and/or substitute members under Section 2.5 and Article 6 hereof.
2. EXHIBIT A is hereby amended to read:

<u>Member</u>	<u>Percentage Interest</u>
Dennis Lee	50%
Jeff Staley	50%

In witness whereof, the undersigned have executed this Amendment on the date set forth below, under the same formalities, and shall have the same effect as the Operating Agreement of Apogee Residential, LLC.

Dated this 19TH day of June, 2007.

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Dennis Lee

Jeff Staley