

L06000034663

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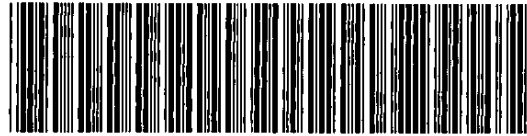
(Business Entity Name)

(Document Number)

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: 297 BARNES BOULEVARD, LLC
(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:

MATTHEW J. MONAGHAN, ESQ.
(Name of Person)

HOWZE, MONAGHAN & THERIAC, PLC
(Firm/Company)

96 WILLARD STREET, SUITE 302
(Address)

COCOA, FLORIDA 32922
(City/State and Zip Code)

For further information concerning this matter, please call:

MATTHEW J. MONAGHAN, ESQ. at (321) 639-1320, EXT. 226
(Name of Person) (Area Code & Daytime Telephone Number)

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Enclosed is a check for the following amount:

- \$25.00 Filing Fee
- \$30.00 Filing Fee & Certificate of Status
- \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

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

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

297 BARNES BOULEVARD, LLC

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FIRST: The Articles of Organization were filed on April 4, 2006 and document number L06000034663

SECOND: This amendment is submitted to amend the following:

AMENDMENT ARTICLE III: DELETE ARTICLE III IN ITS ENTIRETY AND SUBSTITUTE THE FOLLOWING IN LIEU THEREOF:

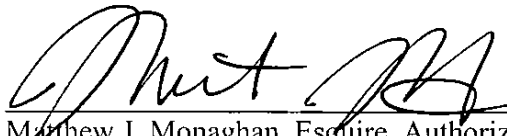
The purpose of the Company shall be solely to acquire, operate and dispose of that real property described in the attached Exhibit A, commonly known as Barnes Building, in Rockledge, Florida (the "**Property**"). So long as the Company is obligated on any indebtedness or obligations of any kind whatsoever to LaSalle Bank National Association, a national banking association (and its successors and/or assigns, collectively, "**Lender**"), except upon the express prior written consent of Lender: (i) the foregoing statement of purpose shall not be amended; and (ii) the Company shall not hold or acquire, directly or indirectly, any ownership interest (legal or equitable) in any real or personal property other than the Property, or become a shareholder of or member or partner in any entity which acquires or holds any property other than the Property

ADDITION OF NEW ARTICLE V: THE FOLLOWING ADDITIONAL LANGUAGE SHALL BE ADDED AS ARTICLE V:

Notwithstanding anything to the contrary contained in these Articles of Organization, the Company and its *Manager(s) and Members* hereby waive their right to dissolve or terminate (and waive their right to consent to the dissolution or termination of) the Company or this/these Articles of Organization, and shall not take any action towards that end, so long as the Company is obligated on any indebtedness or obligations of any kind whatsoever to LaSalle Bank National Association, a national banking association (and its successors and/or assigns, collectively, "**Lender**"), except upon the express prior written consent of Lender. Further, the death, retirement, incapacity, insanity, expulsion or resignation,

bankruptcy, insolvency, dissolution or other similar proceeding of, or pertaining to, any *Manager or Member*, or any other event or act causing dissolution of the Company pursuant these Articles of Organization, shall not constitute an event of liquidation, dissolution or termination of the Company or these Articles of Organization, except upon the express prior written consent of Lender. Any amendments to Article III or this Article V, shall require the prior written consent of Lender, provided that such consent shall not be required once the Company no longer has any indebtedness or other obligation of any kind whatsoever owing or due Lender. Article III and Article V shall cease to be of further force or effect once the Company no longer has any outstanding indebtedness or other obligation of any kind whatsoever owing or due Lender.

DATED: 6-5, 2006



Matthew J. Monaghan, Esquire, Authorized Representative

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EXHIBIT A

A PARCEL OF LAND LYING IN SECTION 23, TOWNSHIP 25 SOUTH, RANGE 36 EAST, BREVARD COUNTY, FLORIDA, MORE FULLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SAID SECTION 23; THENCE N. 00°01'36"W., ALONG THE WEST LINE OF THE SOUTHWEST 1/4 OF SAID SECTION 23, A DISTANCE OF 1,963.39 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF BARNES BOULEVARD, A 100.00 FOOT WIDE RIGHT-OF-WAY AS PRESENTLY EXISTS; THENCE S. 89°32'10"E., A DISTANCE OF 343.08 FEET TO THE POINT-OF-BEGINNING OF THE LANDS HEREIN DESCRIBED; THENCE CONTINUE S. 89°32'10"E., ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 271.92 FEET; THENCE S. 00°01'36"E., PARALLEL WITH THE AFORESAID WEST LINE OF THE SOUTHWEST 1/4 OF SECTION 23, A DISTANCE OF 357.50 FEET; THENCE N. 89°32'10"W., PARALLEL WITH THE AFORESAID SOUTHERLY RIGHT-OF-WAY LINE OF BARNES BOULEVARD, A DISTANCE OF 274.98 FEET; THENCE N. 00°27'50"E., A DISTANCE OF 357.50 FEET TO THE POINT-OF-BEGINNING.

TOGETHER WITH A TEMPORARY EASEMENT FOR INGRESS AND EGRESS OVER THE FOLLOWING DESCRIBED PROPERTY:

A 66.00 FOOT WIDE STRIP OF LAND LYING IN SECTION 23, TOWNSHIP 25, SOUTH, RANGE 36 EAST, BREVARD COUNTY, FLORIDA, MORE FULLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SAID SECTION 23; THENCE N. 00°01'36"W., ALONG THE WEST LINE OF THE SOUTHWEST 1/4 OF SAID SECTION 23, A DISTANCE OF 1,963.39 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF BARNES BOULEVARD, A 100.00 FOOT WIDE RIGHT-OF-WAY AS PRESENTLY EXISTS; THENCE S. 89°32'10"E., A DISTANCE OF 277.08 FEET TO THE POINT-OF-BEGINNING OF THE LANDS HEREIN DESCRIBED; THENCE CONTINUE S. 89°32'10"E., ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 66.00 FEET; THENCE S. 00°27'50"W., A DISTANCE OF 357.50 FEET; THENCE N. 89°32'10"W., PARALLEL WITH THE AFORESAID SOUTHERLY RIGHT-OF-WAY LINE OF BARNES BOULEVARD, A DISTANCE OF 66.00 FEET; THENCE 00°27'50"E., A DISTANCE OF 357.50 FEET TO THE POINT-OF-BEGINNING.

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