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April 6, 2007

Federal Express

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301
800.755.5111

Re: Articles of Amendment; Ocala Walgreen 35 LLC
Document No. LO6000064531

Ladies and Gentlemen:

Enclosed for filing are Articles of Amendment to the Articles of Organization of Ocala Walgreen 35 LLC. My check for the filing fee of \$25.00 is also enclosed. Please advise if anything further is required of me concerning this filing.

Very truly yours,


Larry R. Stout

Enclosures as stated

cc: Messrs. Charles S. Lichtigman and
Thomas A. Corso via email w/o encls.

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**ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF
OCALA WALGREEN 35 LLC**

The Articles of Organization of Ocala Walgreen 35 LLC, a Florida limited liability company (the "Company"), are hereby amended as set forth in these Articles of Amendment:

1. The name of the Company is Ocala Walgreen 35 LLC.
2. The date of filing of the Company's Articles of Organization was June 26, 2006.
3. The purpose of these Articles of Amendment is to amend Articles of Organization of Ocala Walgreen 35 LLC to: (i) clarify the purpose for which the Company is organized, and to (ii) clarify that the Company is to be managed by one or more managers, who may but shall not be required to be members of the Company, and to correctly identify the initial managers.
4. Article III of the Articles of Organization of the Company is hereby amended to read as follows:

ARTICLE III

The purpose for which this Limited Liability Company is organized is:
Any and all lawful business.

5. Article V of the Articles of Organization of the Company is hereby amended to read as follows:

ARTICLE V

This Company shall be managed by one or more managers, who may but shall not be required to be members of the Company, who may be elected or appointed from time to time by the members in accordance with the operating agreement of the Company. The names and addresses of the initial managers are as follows:

Title: Manager
Charles S. Lichtigman
444 Seabreeze Boulevard, Suite 1000
Daytona Beach, Florida 32118

Title: Manager
Thomas A. Corso
444 Seabreeze Boulevard, Suite 1000
Daytona Beach, Florida 32118

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6. This amendment was adopted by the sole member of the Company on April 6, 2007, and the number of votes cast for the amendment by the member was sufficient for approval.

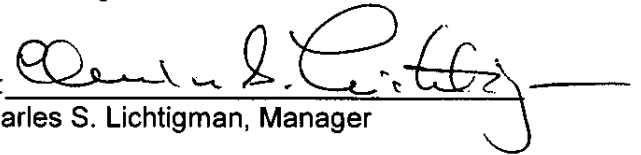
7. This amendment is made pursuant to Section 608.411, Florida Statutes.
8. This amendment is effective when filed with the Florida Department of State.

These Articles of Amendment are executed on April 6, 2007.

Ocala Walgreen 35 LLC

By: _____

Charles S. Lichtigman, Manager



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