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LAW OFFICES OF SCOTT L. PODVIN, P.A.

Miami ■ Ft. Lauderdale ■ Orlando

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701 Crest Pines Drive
Orlando, FL 32828

March 6, 2007

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VIA FEDERAL EXPRESS

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 MAR -7 PM 4:05

Re: Articles of Amendment

Dear Sir:

Enclosed please find:

- a) a check for \$25.00, representing payment in full for the filing fees of the Articles of amendment;
- b) executed articles of amendment.

Please accept the executed articles of amendment for filing and recording on the Secretary of State's website.

We look forward to receiving your acknowledgement of receipt of (a) and (b) above.

Sincerely,



Scott L. Podvin, Esq.

SLP/ps

ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION

PINNACLE REAL ESTATE INVESTMENT GROUP II, LLC,
a Florida limited liability company

The undersigned, being the Manager of **PINNACLE REAL ESTATE INVESTMENT GROUP II, LLC**, a Florida limited liability company (the "Company"), hereby certifies that effective as of January 8, 2007, the Articles of Organization of the Company are modified and amended by these Articles of Amendment (the "Amendment") as follows:

1. Article V of the Articles of Organization is amended with respect to the Secretary, Radmar Realty, and replaced with the following:

ARTICLE V – NAME AND ADDRESS OF MANAGING MEMBERS

In addition to Scott L. Podvin, the other managing member of the Company as follows:

Title:	Secretary;
Name:	Charles P. Fazio, Broker
Address:	1920 Woodcrest Drive, Ste 13 Winter park, FL 32792

2. In all other regards, all the articles, terms and conditions of the Articles of Organization of the Company not modified by this Amendment are hereby ratified and confirmed and shall remain in full force and effect. In the event of a conflict between the articles, terms and conditions of this Amendment and the Articles of Organization of the Company, the terms of this Amendment shall control. This Amendment shall be binding upon all of the Members and the Manager of the Company and their respective legal representatives, heirs, successors and assigns.

The foregoing Amendment was approved by a majority of the Members of the Company by joint resolution of a majority of the Members dated January 8, 2007.

IN WITNESS WHEREOF, the undersigned, being a member and a managing member of the Company, has hereunto set his hands and affixed the Company's seal this ____ day of January 8, 2007.

PINNACLE REAL ESTATE INVESTMENT
 GROUP II, LLC, a Florida limited liability
 company

By: Scott Podvin, Manager

[Company Seal]