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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Overseas Highway 408, 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:

Sandra L. Zabelinski
(Name of Person)

Jonathan H. Green & Associates, P.A.
(Firm/Company)

799 Brickell Plaza, Suite 700
(Address)

Miami, Florida 33131
(City/State and Zip Code)

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For further information concerning this matter, please call:

Sandra L. Zabelinski at (305) 372-5100
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input checked="" type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$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**

Overseas Highway 408, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on November 14, 2007 and assigned document number L07000115326.

SECOND: This amendment is submitted to amend the following:

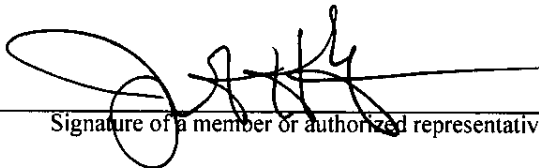
Article IV- Management

Overseas Highway 408, LLC is to be managed by two (2) members and
is, therefore, a co-member managed company. The names and addresses
of the Managing Members are as follows:

LEAVITT FAMILY LIMITED LIABILITY LIMITED PARTNERSHIP, Co-Manager /Member

NOCERINI FAMILY LIMITED LIABILITY LIMITED PARTNERSHIP, Co-Manager /Member

Dated November 20, 2007.



Signature of a member or authorized representative of a member

Jonathan H. Green & Associates, P.A.

Typed or printed name of signee

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