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ACCOUNT NO. : 072100000032

REFERENCE: 532595 10764A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: December 29, 1999

ORDER TIME : 11:50 AM

ORDER NO. : 532595-005

CUSTOMER NO: 10764A

CUSTOMER: William E. Loucks, Esq

Smith Hood Perkins Loucks

Suite 900

444 Seabreeze Boulevard Daytona Beach, FL 32118 200003083532--4

-12/29/99--01087--017 *****50.00 *****25.00

200003083532--4

*****30.00 *****30.00

DOMESTIC AMENDMENT FILING

NAME:

ISLAND OF MARINA POINT HARBOUR

DEVELOPMENT, L.C.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

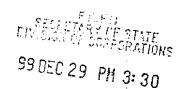
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT OF ARTICLES OF ORGANIZATION OF



ISLAND OF MARINA POINT HARBOR DEVELOPMENT, L.C.

The undersigned successors to the Organizing Members of Islands of Marina Point Harbor Development, L.C., hereby amend the Articles of Organization of Islands of Marina Point Harbor Development, L.C., a limited liability company under the laws of the State of Florida and Chapter 608 of the Florida Statutes.

- (a) The current name of the limited liability company is Island of Marina Point Harbor Development, L.C.
- (b) The original Articles of Organization of Island of Marina Point Harbor Development, L.C. were filed with the Secretary of state of Florida on January 2, 1997.
- (c) Article I is hereby amend to provide:

ARTICLE I - NAME

The name of the limited liability company shall be MARINA POINT DEVELOPMENT, L.L.C., a Florida limited liability company.

(d) Article III is hereby amended to provide:

ARTICLE III - PRINCIPAL OFFICE OF CORPORATION

The mailing address and the street address of the principal office of the limited liability company shall be:

641 South Beach Street Daytona Beach, FL 32114

(e) Article IV is hereby amended to provide:

ARTICLE IV - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and street address of the initial registered agent in the state of Florida for the limited liability company shall be:

William E. Loucks, Esquire SMITH, HOOD, PERKINS, LOUCKS, STOUT & ORFINGER 444 Seabreeze Blvd., Suite 900 Daytona Beach, Florida 32118

STATED SECRETARY OF STATE DIVISION OF CORFORATIONS

(f) Count VIII is hereby amended to provide:

99 DEC 29 PM 3: 30

ARTICLE VIII - MANAGEMENT OF THE ORGANIZATION

This limited liability company shall be managed by a manager whose name and address

Janice Meyers 641 S. Beach Street Daytona Beach, Florida 32114

-and-

Guenter J. Zisler 641 S. Beach Street Daytona Beach, Florida 32114

Janice Meyers and Guenter J. Zislershall serve jointly and collectively as the managers of the limited liability company until their successors are elected and qualify.

(g) All other Articles of the Articles of Organization of Islands of Marina Point Harbor Development, L.C. filed January 2, 1997, shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this _____ day of December 1999.

SUCCESSOR MEMBERS:

is:

ZNC, L.L.C., a Massachusetts

limited liability company-

By: / Mentre / haler

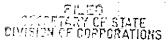
Title: Authorized Agent and

Managing Member

Guenter J. Zisler

-2-

STATE OF: MASSACHUSETTS
COUNTY OF: Middle sex SS



Before me, the undersigned notary packnowledged and subscribed to before a Suenter V. Z. Sier, who did not to	oublic, the foregoing instrument was swom 26, PH 3: 3 me this <u>18**</u> day of December 1999, by ake an oath.
Check One: He/she is personally known to me; or He/she has produced	
He/she has produced	as identification.
	NOTARY PUBLIC
	(typed-printed or stamped name of Notary) My Commission Expires: Tuly 19, 2000
STATE OF: MASSACHUSEHS COUNTY OF: MICCHESEXSS Before me, the undersigned notary p	ublic, the foregoing instrument was sworn to,
Guenter J. Zisker, who did not ta	ne this $28^{\frac{1}{10}}$ day of December 1999, by ke an oath.
Check One: He/she is personally known to me; or He/she has produced	as identification.
	NOTARY PUBLIC
	(typed-printed or stamped name of Notary) My Commission Expires: