



THE UNITED STATES
CORPORATION
COMPANY

L97000000221

ACCOUNT NO. : 072100000032

REFERENCE : 549995 134074A

AUTHORIZATION

Patricia Pizzuto

COST LIMIT : \$ ~~87.50~~

ORDER DATE : October 1, 1997

\$105.00

ORDER TIME : 11:30 AM

ORDER NO. : 549995-025

CUSTOMER NO: 134074A

400002308954--9

CUSTOMER: Brian L. Lipshy, Esq
Brian L. Lipshy, P.a.
Suite 700
1401 Forum Way
West Palm Beach, FL 33401

DOMESTIC AMENDMENT FILING

NAME: BOCA PALM ASSOCIATES II, L.C.

EFFECTIVE 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: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT - 1 PM 2:23

10/1/97
hjt
97 OCT - 1 PM 1:24
DIVISION OF CORPORATIONS

CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY

OF

BOCA PALM ASSOCIATES II, L.C.

Pursuant to the provisions of section 608.411(2), Florida Statutes, this limited liability company adopts the following articles of amendment to its articles of organization:

FIRST: Amendment adopted:

Article IV Management amended to reflect the following:

ARTICLE IV Management

The Limited Liability Company is to be managed by the members and the name and address of the managing members are:

Morgan Rukes and Illeanne Rukes, husband and wife
Gary Eichler and Barbara Britt, husband and wife
2541 N.E. 48th Street
Lighthouse, FL 33064

SECOND: Amendment adopted:

The Limited Liability Company is modified to reflect that all membership interest held by Gary Eichler are held by Gary Eichler and Barabara Eichler, husband and wife.

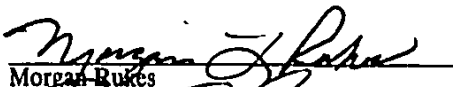
THIRD: Amendment adopted:

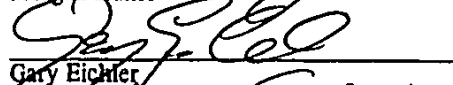
Add item:


ARTICLE V Withdrawal

Harold R. Todd, Trustee of the Harold R. Todd Trust dated October 31, 1988 concurrently with the execution of this Amendment and in accordance with Section 608.427 withdraws from the limited liability company and in consideration for said withdrawal, the Limited Liability Company lets it be known that the sum of THIRTYHUNDRED NINE (\$ 209.00) dollars representing Harold R. Todd, Trustee of the Harold R. Todd Trust dated October 31, 1988's contribution to the Limited Liability Company is hereby withdrawn from the capital of the Limited Liability Company and from this date forward, Harold R. Todd, Trustee of the Harold R. Todd Trust dated October 31, 1988 is no longer a member of the Limited Liability Company.

Dated this 26 day of September, 1997


Morgan Rukes


Gary Eichler


Harold R. Todd, Trustee of the Harold R. Todd
Trust dated October 31, 1988

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