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October 27, 1997

Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

300002335309--8
-10/31/97-01078--001
*****52.50 *****52.50

Re: Certificate of Amendment to Articles of Organization

Gentlemen:

Enclosed for filing please find an original and two copies of a Certificate of Amendment to Articles of Organization for Tom 2 L.C.

Also enclosed please find a check in the amount of \$52.50 to cover the filing fee.

Please date stamp one of the copies and mail it to me in the enclosed self-addressed stamped envelope.

Thank you.

Sincerely,

MIRKIN & WOOLF, P.A.

Marc S. Woolf
MSW/cmf

FILED
97 OCT 31 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	
Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	OC
Adviser	dept-st.5-DCC
Witness Verifier	DCC

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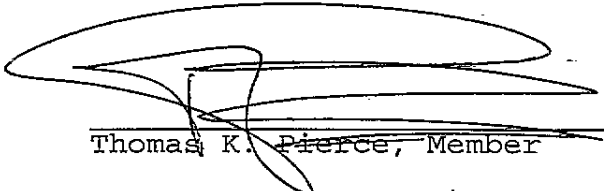
CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
TOM 2 L.C.

The undersigned hereby requests that the Article I of the Articles of Organization of TOM 2 L.C. as filed at the Florida Department of State on July 28, 1997 be amended to read as follows:

ARTICLE I

The name of this limited liability company is Panhandle Holding Company L.C.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name this 27 day of October, 1997.


Thomas K. Pierce, Member

FILED
97 OCT 31 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA