



THE UNITED STATES
CORPORATION
COMPANY

L98000001007

ACCOUNT NO. : 072100000032

REFERENCE : 895234 6179A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 250.00

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUL 17 AM 11:10

ORDER DATE : July 17, 1998

ORDER TIME : 4:23 PM

ORDER NO. : 895234-005

CUSTOMER NO: 6179A

CUSTOMER: Mr. Lance B. Friedman
Weiss & Handler, P.a.
Suite 218 A
2255 Glades Road
Boca Raton, FL 33431-7383

300002603033--3

DOMESTIC AMENDMENT FILING

NAME: SANDPIPER COVE BUILDERS, L.C.

EFFECTIVE DATE:

XX SUPPLEMENTAL AFFIDAVIT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

Myk
7/17/98

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FOR

SANDPIPER COVE BUILDERS, L.C.
(a Limited Liability Company)

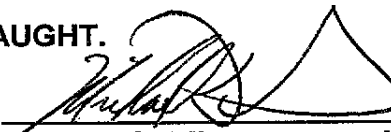
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 17 AM 11:10

STATE OF FLORIDA)
)
COUNTY OF BROWARD) ss

The undersigned authorized representative of a member of **SANDPIPER COVE BUILDERS, L.C.**, a limited liability company, executes this supplemental affidavit filed pursuant to Section 608.412 Florida Statutes, and who, after being duly sworn and under oath, deposes and says as follows:

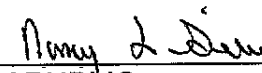
1. That the total amount of the capital contributions of the members is Five Hundred Sixty Thousand and No/100 (\$560,000.00) Dollars;
2. That there has been no other property other than cash contributed by the members; and
3. That there is no additional amount anticipated to be contributed by the members of **SANDPIPER COVE BUILDERS, L.C.**

FURTHER AFFIANT SAYETH NAUGHT.



Michael Goldberg, managing member of
Sandpiper PCI, L.C., a General Partner

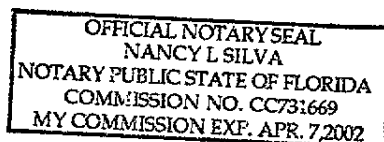
SWORN TO AND SUBSCRIBED before me by **MICHAEL GOLDBERG**, managing member of Sandpiper PCI, L.C., a General Partner of Sandpiper Cove Builders, L.C., who is personally known to me () or who did provide _____ for identification, on this 28th day of July, 1998.



NOTARY PUBLIC

My Commission expires: April 7, 2002

(Seal)



AFFIDAVIT OF DECLARATION OF SANDPIPER COVE BUILDERS, L.C.


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 17 AM 11:10

STATE OF FLORIDA)
) ss
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority personally appeared Michael Goldberg, a managing member of Sandpiper PCI, L.C., who, after being duly sworn and under oath, deposes and says as follows:

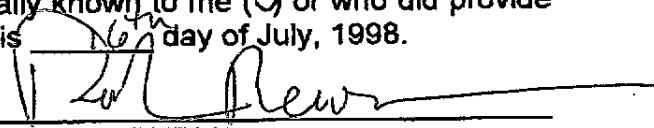
1. That Sandpiper Cove Builders, L.C., has two (2) members;
2. That the cash contributed by each member is as follows on Exhibit "A" attached hereto and made a part hereof;
3. There has been no other property other than the cash contributed by the members to Sandpiper Cove Builders, L.C.; and
4. There is no additional amount anticipated to be contributed by the members of the Company.

FURTHER AFFIANT SAYETH NAUGHT.



Michael Goldberg, managing member of
Sandpiper PCI, L.C.

SWORN TO AND SUBSCRIBED before me by MICHAEL GOLDBERG, managing member of Sandpiper PCI, L.C., who is personally known to me (X) or who did provide driver's license for identification, on this 16th day of July, 1998.



NOTARY PUBLIC

My Commission expires:

(Seal)

lancelmytj@henrytSandpiper Cove, L.L.C.amended articles



Robbin Newman
MY COMMISSION # CC610493 EXPIRES
December 29, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

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EXHIBIT A

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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<u>Member</u>	<u>Initial Capital Contribution</u>	<u>Percentage Interest</u>
CIG International, Ltd. 1350 Connecticut Ave., N.W. Suite 1250 Washington, D.C. 20036 Attention: <u>James M. Cluett, V.P.</u>	\$500,000	30%
Sandpiper PCI, L.C. 832 South Military Trail Deerfield Beach, FL 33442 Attention: <u>Michael D. Goldberg,</u> <u>V.P.</u>	\$60,000	70%

ORL1-(232222.2/818) [232222.3/818]