



THE UNITED STATES
CORPORATION
COMPANY

L98000001007

ACCOUNT NO. : 072100000032

REFERENCE : 895234 6179A

AUTHORIZATION : Patricia Pigeto

COST LIMIT : \$ 113.75

ORDER DATE : July 17, 1998

ORDER TIME : 10:25 AM

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

800002591618--2

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUL 17 AM 11:06

DOMESTIC AMENDMENT FILING

NAME: SANDPIPER COVE BUILDERS, 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
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

Name
Availability
Document Examiner
Updater
Updater Verifier
Acknowledgement
W. P. Verifier

L001-867

98 JUL 17 PM 4:22
DIVISION OF CORPORATIONS

01020 / 01172 / 00207 / 800671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1998

CSC CORPORATION COMPANY
CHRISTOPHER SMITH

SUBJECT: SANDPIPER COVE BUILDERS, L.C.
Ref. Number: L98000001007

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 17 AM 11:06

We have received your document for SANDPIPER COVE BUILDERS, L.C.. However, the document has not been filed and is being returned for the following:

Pursuant to section 608.412, Florida Statutes, a supplemental affidavit should be filed to reflect an increase in the capital contributions of a limited liability company. The affidavit should set forth the total amount of the capital contributions of the members. If contributions include other than cash, a description and agreed value of property should be attached. The filing fee is \$250. Enclosed is the appropriate form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 798A00038140

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF ORGANIZATION
OF
SANDPIPER COVE BUILDERS, L.C.
(A Florida Limited Liability Company)**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 17 AM 11:06

FIRST: The date of filing the articles of organization was July 9, 1998.

SECOND: The following amendments to the articles of organization were adopted by the limited liability company:

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A" attached hereto and made a part hereof.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company as specified in the Company's Regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except as provided in the Company's Regulations and upon such terms and conditions as provided in the Company's Regulations. A member may transfer its interest in the Company only as set forth in the Regulations of the Company.

ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be terminated only in accordance with the Company's Regulations.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with the Company's Regulations. These Regulations contain provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. The names and addresses of the initial managing member is:

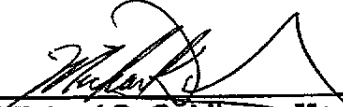
NAME

ADDRESS

Sandpiper PCI, L.C.

832 South Military Trail
Deerfield Beach, Florida 33442

DATED the 16th day of July, 1998.



**Michael D. Goldberg, Managing Member
of Sandpiper PCI, L.C.**