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TALLAHASSEE FLORIDA

Investments Limited

215 No. Federal Highway, Ste 1
Boca Raton, Florida 33432
(561) 392-8920
Fax (561) 392-3561
www.investmentlimited.com

March 11, 2003

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


RE: Articles of Amendment, Statements of Change for Ocean Portfolio
Properties, L.L.C. & Ocean Portfolio Properties II, L.L.C.

Dear Sirs:

Enclosed herewith please find Articles of Amendment as well as Statements of Change for each of the above-referenced Florida limited liability companies, along with the requisite filing fees.

Please feel free to contact the undersigned with any questions.

Sincerely,


Steve Bimston

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

OCEAN PORTFOLIO PROPERTIES, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was SEPTEMBER 29, 1998

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

ARTICLE II shall be amended to change the mailing and street address of the LLC to

215 N. FEDERAL HIGHWAY SUITE 1
BOCA RATON, FLORIDA 33432

ARTICLE IV shall be amended to change the names of the members and managing members to:

JAMES H. BATMASIAN
215 N. FEDERAL HWY
BOCA RATON, FL 33432

MARTA BATMASIAN
215 N. FEDERAL HWY
BOCA RATON, FL 33432

Dated MARCH 4, 2003



Signature of a member or authorized representative of a member

JAMES H. BATMASIAN

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

Filing Fee: \$25.00