

L98000002351

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November 17, 1998

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

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-11/18/98--01057--005
*****210.00 *****52.50

Re: Our File No. 98-21825
Ezon/Halvorsen - Formation of HEF, Limited Liability Company

Gentlemen:

Enclosed please find two (2) originally signed Articles of Amendment to the Articles of Organization for each of the following limited liability companies for filing.

1. HEP-2-COL, L.C.
2. HEP-3-CAPE, L.C.
3. HEP-4-GAIN, L.C.
4. HEP-6-771, L.C.

We have also enclosed our check number 22806 in the amount of Two Hundred Ten and 50/100 (\$210.00) Dollars, representing the filing fee of Fifty-Two and 50/100 (\$52.50) Dollars related to each of the above listed companies.

Please forward a copy of each of the filed Articles of Amendment to the Articles of Organization to my attention. A self-addressed stamped envelope is enclosed for your convenience.

Please do not hesitate to contact me at (561) 395-1000 should you have any questions regarding the enclosed documents.

Very truly yours,

Arne Marie La Ferla
Legal Assistant

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

Enclosures
HALIBRARY98\21825\CORP\AmendedArticles4-LLC.wpd

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98 NOV 18 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
HEP-2-COL, L.C.

Pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608, Florida Statutes and in accordance Section 608.4117, Florida Statutes, the Articles of Organization of HEP-2-COL, L.C. (the "Company") filed with the Florida Department of State on October 16, 1998, Charter Number L98000002351, are hereby amended according to these Articles of Amendment.

FIRST: The name of the Company is HEP-2-COL, L.C.

SECOND: The Articles of Organization shall be amended in pertinent part to read as follows:

ARTICLE VII. MANAGEMENT

The Company shall be conducted, carried on, and managed by no less than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Managers shall also have the rights and responsibilities described in the Regulations of the Company. The names and addresses of the initial Managers are as follows:

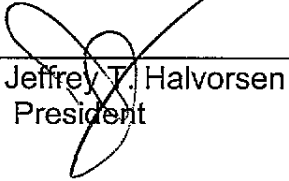
<u>Manager</u>	<u>Address</u>
Halvorsen Holdings, Inc., a Florida corporation	33 S.E. 4 th Street, Suite 100 Boca Raton, Florida 33432
Barry Gomez	c/o Ezon Florida, Inc. 1100 5 th Avenue South Suite 401 Naples, Florida 34102
Bruce Gomez	c/o Ezon Florida, Inc. 1100 5 th Avenue South Suite 401 Naples, Florida 34102

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Manager of this Company has executed these Articles of Amendment to the Articles of Organization this 9th day of November, 1998.

MANAGING MEMBER:

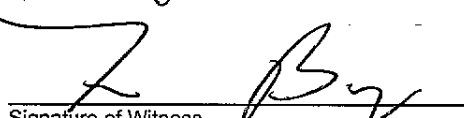
Halvorsen Holdings, Inc.,
a Florida corporation

By: 
Jeffrey T. Halvorsen
President

WITNESSES:


Signature of Witness

CHERYL BURDEN
Printed Name of Witness


Signature of Witness

Tim Berra
Printed Name of Witness