

**AMENDMENT TO ARTICLES OF ORGANIZATION
OF ARBORS DEVELOPMENT GROUP, L.L.C.**

1. This amendment is filed with the Department of State for the sole purpose of amending the number of initial members and contributors. Said amendment is authorized by Section 608.411, Florida Statutes.

2. The name of the Limited Liability Corporation is The Arbors, L.L.C., whose initial Articles of Organization were filed on November 23, 1998. The assigned document number is L98000002933. The undersigned are authorized to submit this amendment on behalf of Arbors Development Group, L.L.C.

3. The amendment is made for purposes of removing The Arbors, L.L.C. as one of the original members and contributors and replacing it with John W. Green and William E. Schourup.

4. No further amendment is authorized or submitted at this time.


DOUGLAS PLATT


DENNIS K. BAYER, Registered Agent


JOHN GREEN


WILLIAM E. SCHOURUP

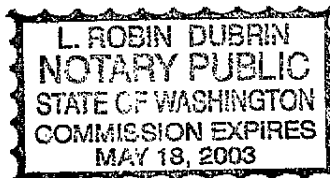
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF WASHINGTON

COUNTY OF King

Sworn to and subscribed before me this 30th day of March, 2000 by DOUGLAS PIATT, who is personally known to me or has produced _____ as identification.



NOTARY PUBLIC

Sign: L. Robin DubrinPrint: L. Robin Dubrin

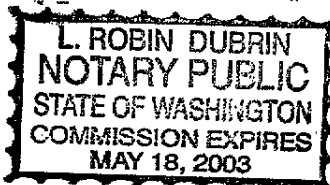
State of Washington

(SEAL)

STATE OF WASHINGTON

COUNTY OF King

Sworn to and subscribed before me this 30th day of March, 2000 by JOHN GREEN who is personally known to me or has produced _____ as identification.



NOTARY PUBLIC

Sign: L. Robin DubrinPrint: L. Robin Dubrin

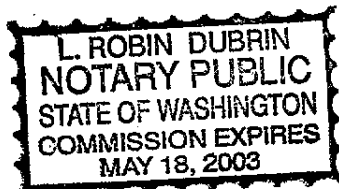
State of Washington

(SEAL)

STATE OF WASHINGTON

COUNTY OF King

Sworn to and subscribed before me this 30th day of March, 2000 by WILLIAM E. SCHOURUP who is personally known to me or has produced _____ as identification.



NOTARY PUBLIC

Sign: L. Robin DubrinPrint: L. Robin Dubrin

State of Washington

(SEAL)

STATE OF FLORIDA

COUNTY OF FLAGLER

Sworn to and subscribed before me this 3rd day of April, 2000 by DENNIS K. BAYER, who is personally known to me or has produced _____ as identification.

NOTARY PUBLIC

Sign: Sally J. TuckerPrint: Sally J. Tucker

State of Florida at Large

(SEAL)



Sally J. Tucker
MY COMMISSION # CC599140 EXPIRES
February 16, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
APR-4 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA