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DEAN MEAD ORLANDO

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Division of Corporations

Page 1 of 1 <https://efile.sunbiz.org...>

**Florida Department of State
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LIMITED LIABILITY AMENDMENT

YESAWICH, PEPPERDINE & BROWN/SCOTT PROPERTIES, L.C.

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**ARTICLES OF AMENDMENT TO
THE ARTICLES OF ORGANIZATION
OF
YESAWICH, PEPPERDINE & BROWN/SCOTT PROPERTIES, L.C.**

Pursuant to the provisions of Section 608.411 of the Florida Statutes, the undersigned Florida limited liability company hereby adopts the following Articles of Amendment to its Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company is Yesawich, Pepperdine & Brown/Scott Properties, L.C. (the "Company").

ARTICLE II - DATE OF FILING

The date of filing of the Company's Articles of Organization was 11th day of February, 1999.

ARTICLE III - ADOPTION AND TEXT OF AMENDMENT

All of the Members of the Company unanimously approved a resolution amending Article 7 of the Articles of Organization by written consent dated the 28 day of December, 2003, in accordance with the provisions of Section 608.4231(8) of the Florida Statutes. The following is a true and correct copy of the resolution amending Article 7 of the Articles of Organization:

RESOLVED, that Article 7 of the Articles of Organization of the Company is hereby amended in its entirety to read as follows:

7. The Company is to be a manager-managed company.

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ARTICLE IV - EFFECTIVE DATE

The effective date of the amendment to the Articles of Organization of the Company set forth herein will be as of the date of filing with the Department of State of the State of Florida.

Dated this 28 day of December, 2003.

Yesawich, Pepperdine & Brown/Scott Properties, L.C.

By: _____

Peter C. Yesawich, Managing Member

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