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Butzel Long
A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

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April 1, 2002

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

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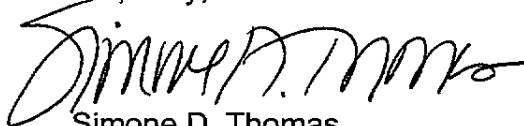
Re: Zebedee, LLC

Dear Sir or Madam:

Please find enclosed for filing Articles of Amendment to the Articles of Organization for the above limited liability company, together with our check in the amount of \$25 for filing fees.

If you have any questions or comments, please do not hesitate to contact us.

Sincerely,



Simone D. Thomas
Assistant to Kent A. Skrivan

/sdt
encls.
cc: Andrew W. Combes

FILED
2002 APR -5 AM 10:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION OF ZEBEDEE, L.L.C.

Pursuant to the applicable sections of the Florida Limited Liability Company Act, the undersigned limited liability company submits the following Articles of Amendment to its Articles of Organization.

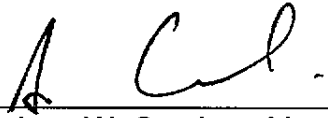
1. The name of the limited liability company is ZEBEDEE, L.L.C.
2. The date of the filing of the Articles of Organization for this limited liability company was March 9, 1999.
3. The following amendment to the Articles of Organization (amending Article IV) was adopted by the limited liability company on the 7th day of February, 2002.

Article IV is hereby amended to read as follows:

"ARTICLE IV
BUSINESS ADDRESS/MAILING ADDRESS

"The address of the place of business in this State of the L.L.C. shall be 5051 Castello Drive, Suite 224, Naples, Florida 34103. The mailing address of the L.L.C. shall be 5051 Castello Drive, Suite 224, Naples, Florida 34103."

IN WITNESS WHEREOF, the undersigned have signed these Articles of Amendment to the Articles of Organization this 21st day of MARCH, 2002.

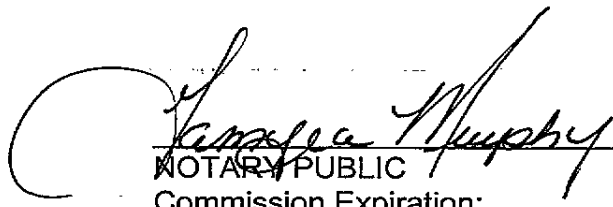
By: 
Andrew W. Combes, Member,
Co-Manager

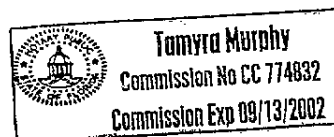
By: 
Nicola M. Combes, Member,
Co-Manager

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 21st day of March, 2002, by ANDREW W. COMBES and NICOLA M. COMBES, as Members and Co-Managers and on behalf of ZEBEDEE, L.L.C., they are personally known to me or have produced drivers licenses as identification and who did take an oath.


NOTARY PUBLIC
Commission Expiration:



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