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Daniel C. Paulus* Michael P. Dolan*

ROBIN G. COSTA OF COUNSEL September 19, 2000

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* Also Admitted in Ohio *Also Admitted IN IL & KY

*****25.00 *****25.00

Florida Secretary of State Division of Corporations P.O. Box 6327 Tallahasse, FL 32314

(99-2979

Re:

AGP Properties (FL), LLC Articles of Amendment

Dear Sir or Madam:

Enclosed herewith for filing please find Articles of Amendment for AGP Properties (FL), LLC, changing the company's name to Williams Properties, LLC, along with a check in the amount of thirty-five dollars. Please return a stamped copy to our attention in the attached self-addressed envelope.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

Daniel C. Paulus

DCP/aj Enclosures 00 SEP 21 PM 3: 21

SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF AGP PROPERTIES (FL), LLC

FIRST:

The date of filing of the articles of organization was May 19, 1999.

SECOND:

The following amendment(s) to the articles of organization was/were

adopted by the limited liability company:

Article I is deleted in its entirety and the following is substituted in lieu thereof. The name of the limited liability company is WILLIAMS PROPERTIES, LLC, said change to be effective upon filing of this Amendment with the Secretary of State.

Dated: September 14, 2000.

WILLIAM E. PITTS