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CERTIFIED PUBLIC ACCOUNTANT (MARYLAND)

March 15, 2000

Florida Department of State
Division of Corporations and LLCs
Post Office Box 6327
Tallahassee, FL 32314

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RE: Alpha One LLC (OLD NAME)
840 Jupiter Park LLC (NEW NAME)

Ladies and Gentlemen:

Enclosed for filing are duplicate originals of the Articles of Amendment to the Articles of Organization of Alpha One LLC, **changing the limited liability company's name to 840 Jupiter Park LLC along with other changes.** Also enclosed is a check for your filing fees as follows:

Certified Copy of Record	\$ 30.00
Florida Articles of Amendment	52.50
(New) Registered Agent Designation	<u>25.00</u>
	<u>\$107.50</u>

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kindly return a certified copy of the entire set of documents to me in the enclosed prepaid envelope. Of course, should you have any questions or comments, please give me a call. Thank you.

Name	
Availability	
Document Examiner	
Undater	CC
Checker	CC
Verifier	CC
Acknowledgment	CC
Enclosures	CC
W. P. Verifier	CC
CC	Donna McDonald

Very truly yours,

Michelle Trca

Michelle G. Trca, Esquire

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION OF
ALPHA ONE LLC**

The undersigned, in accordance with F.S. 608.411(1) under the Florida Limited Liability Company Act, hereby make, acknowledge, and file the following Articles of Amendment to the Articles of Organization of Alpha One LLC:

1. **Article I - Name.** Article I - Name of the Articles of Organization for Alpha One LLC filed June 8, 1999, is hereby deleted in its entirety, and the following language is hereby substituted therefor:

"ARTICLE I - NAME

The name of the limited liability company shall be **840 JUPITER PARK LLC** (the 'Company')."

2. **Article II - Address/Principal Office.** The address listed in Article II is hereby deleted in its entirety, and the following address is hereby substituted therefor:

"c/o Capital Advisors, Inc.
600 Sandtree Drive, Suite 212
Palm Beach Gardens, Florida 33403".

3. **Article IX - Additional Capital Contribution.** The following language is added as Article IX: "Article IX - Additional Capital Contribution. Each member shall make additional capital contributions to the Company only on the written consent of the members owning a majority interest of the Company."

4. **Article VI - Admission of Additional Members and Transfer of Membership.** Article VI is deleted in its entirety, and the following language is substituted therefor: "Article VI - Admission of Additional Members and Transfer of Membership. A. As provided in the Operating Agreement, no additional members shall be admitted to the Company except with the written consent of the members owning a majority of their collective interests in the Company, which consent shall not be unreasonably withheld. B. A member may transfer all or a portion of his or her interest in the Company provided such transfer is in conformance with the express provisions of the Operating Agreement, including by first providing a right of first refusal to the members (other than the member proposing to dispose of his or her interest), and secondly if the members owning a majority of interest of the Company (other than the member proposing to dispose of his or her interest) have consented in writing to such transferee. If all members (other than the member proposing to dispose of his or her interest) have waived the right of first refusal, but all such members have not on the other hand so approved in writing of such transferee (which consent shall not be unreasonably withheld), then the transferee shall have no right to participate in the

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management of the business and affairs of the Company. Notwithstanding the foregoing, in the event only one member exists on the date of transfer, then such transferee shall have the right to participate in the management of the business and affairs of the Company."

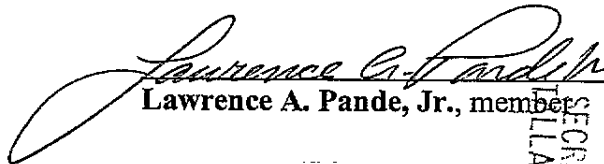
5. **Article VII – Members' Rights to Continue.** Article VII is deleted in its entirety, and the following language is substituted therefor: "Article VII – Members' Rights to Continue. As provided in the Operating Agreement, the Company shall not be dissolved on the death, bankruptcy or dissolution of a member or manager."

6. **Article V – Management.** Article V is deleted in its entirety, and the following language is substituted therefor: "Article V – Management. The Company shall be managed by a manager in accordance with Operating Agreement adopted by the members for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the operation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is: **Lawrence A. Pande, Jr., c/o Capital Realty Advisors, Inc., 600 Sandtree Drive, Suite 212, Palm Beach Gardens, Florida 33403.**"

7. **Registered Office/Agent.** The current registered agent has resigned in accordance with the Resignation below. The name and street address of the new registered agent of the Company in the State of Florida is: Donna McDonald, c/o Capital Realty Advisors, Inc., 600 Sandtree Drive, Suite 212, Palm Beach Gardens, Florida 33403.

8. **No Further Modifications.** In all other respects, the Articles of Organization of the Company are unchanged.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Amendment to the Articles of Organization at Palm Beach Gardens, Florida, on March 14th, 2000.


Lawrence A. Pande, Jr., member

STATE OF FLORIDA)
) ss.
County of Palm Beach)

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The foregoing instrument was subscribed and sworn to before me this 14th day of March, 2000, by Lawrence A. Pande, Jr., who is personally known to me or who produced his Florida driver's license as identification.

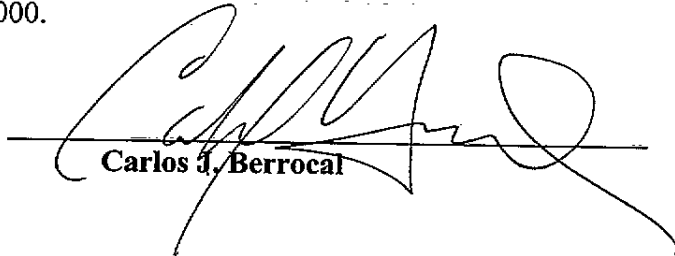

Notary Public

My Commission Expires: June 25, 2003
 Valerie A. Karpinski
Commission # 00348480
Expires June 25, 2003
Bonded Through
Atlantic Bonding Co., Inc.
PARK\PANDE.840JUPITER.LLCAMEND.020600.DOC

RESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

The undersigned hereby resigns as registered agent for **ALPHA ONE LLC** [which changed its name to **840 JUPITER PARK LLC**], a Florida limited liability company.

Dated this 14 day of March, 2000.


Carlos J. Berrocal

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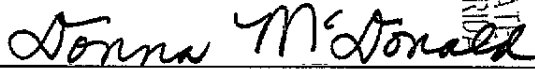
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, **840 JUPITER PARK LLC**, a Florida limited liability company, submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is **840 JUPITER PARK LLC**, a Florida limited liability company.
2. The name and street address of the registered agent of the Company in the State of Florida is: Donna McDonald, c/o Capital Realty Advisors, 600 Sandtree Drive, Suite 212, Palm Beach Gardens, Florida 33403.

The undersigned, being the person named in the Articles of Amendment to the Articles of Organization of **840 JUPITER PARK LLC**, a Florida limited liability company, as the registered agent of this limited liability company, hereby consents to accept service or process for the above-stated company at the place designated in the Articles of Amendment, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties and is familiar with and accepts the obligations of the position of registered agent.

Dated this 14th day of March, 2000.



Donna McDonald

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TALLAHASSEE, FLORIDA