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S. C. CRONIG & ASSOC

TEL:305 444 6334

P. 001

Division of Corporations

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L99000003317

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To:

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : STEVEN CARLYLE CRONIG & ASSOCIATES, P.A.

Account Number : I19980000095

Phone : (305) 444-6300

Fax Number : (305) 444-6334

LIMITED LIABILITY AMENDMENT

ARGENT WATERWAYS, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$55.00

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Audit No. H02000017809 3
Friday, January 18, 2002

**Amendment to Articles of Organization
of Argent Waterways, LLC.**

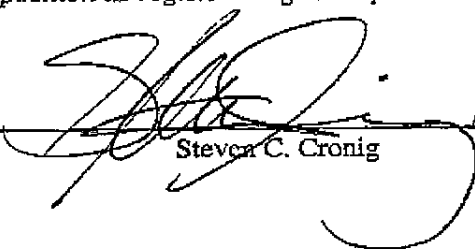
THE UNDERSIGNED, as the authorized representative of the Members and the Manager of Argent Waterways, LLC., a Florida limited liability company (Document #L99000003317) hereby makes and files this Amendment to the Articles of Organization of the Company.

1. The Manager of the Company is Gregory Freeman, 1521 Alton Road, #533, Miami Beach, Florida 33139.
2. _____ principal place of business of the Company is 1908 North Ocean Drive, Hollywood, Florida 33020.
3. The Members of the Company are as follows: Gregory Freeman and Adriana Moya, husband and wife, 1521 Alton Road, #533, Miami Beach, Florida 33139; Daren Schwartz and Caryn Schwartz, husband and wife, 308 Continental Plaza, 3250 Mary Street, Coconut Grove, Florida 33133; and Steven Cronig, 307 Continental Plaza, 3250 Mary Street, Coconut Grove, Florida 33133.
4. The registered agent for the Company is Steven Cronig, 307 Continental Plaza, 3250 Mary Street, Coconut Grove, Florida 33133.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608.F.S.

02 JAN 18

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Steven C. Cronig
(Signature of Registered Agent)

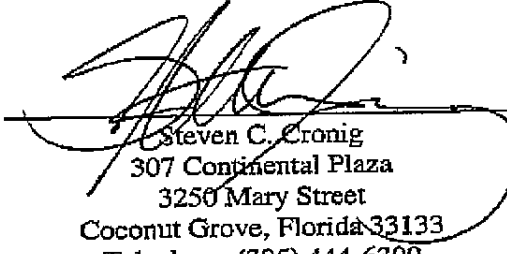
This instrument prepared by:
Steven C. Cronig, Esquire
Florida Bar No. 307068
Steven Carlyle Cronig & Associates, P.A.
307 Continental Plaza
3250 Mary Street
Coconut Grove, Florida 33133
Telephone (305) 444-6300
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Friday, January 18, 2002

In all other respects, the Articles of Organization remain unchanged and in full force and effect.

IN WITNESS THEREOF, the undersigned, as the authorized representative of the Members and the Manager, has made and subscribed this Amendment to Articles of Organization at Coconut Grove, Miami-Dade County, Florida for uses and purposes aforesaid this 18th day of January 2002.


Steven C. Cronig
307 Continental Plaza
3250 Mary Street
Coconut Grove, Florida 33133
Telephone (305) 444-6300

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02 JAN 18

(In accordance with §608.408(3) Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

S:\Steve\Limited Liability Companies\Amendments\Argent Waterways LLC, Amendment.wpd
File #: 10159-002, Friday, January 18, 2002
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