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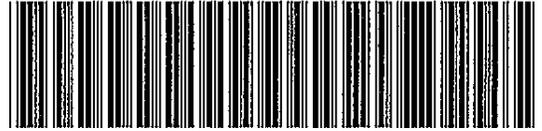
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
SARPJ, L.L.C.**

FILED
99 JUN 21 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned individual, acting as the authorized representative of a member under the provisions of Chapter 608, Florida Statutes, adopts the following Amendment to Articles of Organization:

- A. The name of the limited liability company is SARPJ, L.L.C.
- B. The date of filing of the Articles of Organization was May 17, 1999.
- C. The amendment to the Articles of Organization is as follows:

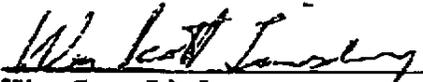
ARTICLE IV

Management

The Limited Liability Company is to be managed by its members as set forth in its Regulations. The names and addresses of the members are:

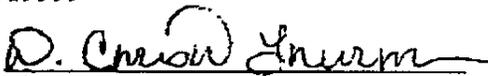
<u>Name</u>	<u>Address</u>
Stan R. Barbour	6685 Forest Hill Blvd., Suite 204 West Palm Beach, FL 33413
R.O.M. Management, Inc.	7567 Preservation Road Tallahassee, FL 32312
RHS Management, Inc.	2699 Lee Road, Suite 200 Winter Park, FL 32789
Bodnar Investment Group, Inc.	1310 Cobb Lane Birmingham, AL 33213
George Bourne	6685 Forest Hill Blvd., Suite 204 West Palm Beach, FL 33413

IN WITNESS WHEREOF, the undersigned, the authorized representative of a member of this Limited Liability Company, executes this Amendment to Articles of Organization and certifies to the truth of the facts herein stated in the State of Florida, this 21st day of June, 1999.


Wm. Scott Lindsey,
Authorized Representative of a
Member

Stated of Florida
County of Leon

The foregoing Amendment to Articles of Organization were acknowledged before me by Wm. Scott Lindsey on this 21st day of June, 1999.


Notary Public
My Commission Expires



D. Christ Thurman
MY COMMISSION # CC618688 EXPIRES
February 6, 2001
BORGED THRU TROY FARM INSURANCE, INC