

L9900000 5473

WILLIAMS, PARKER, HARRISON, DIETZ & GETZEN

ATTORNEYS AT LAW
" Founded 1925 "

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WILLIAM E. GETZEN
MONTE K. MARSHALL
JAMES L. RITCHEY
HUGH MCPHEETERS, JR.
WILLIAM G. LAMBRECHT
JOHN T. BERTEAU
JOHN V. CANNON, III
CHARLES D. BAILEY, JR.
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JAMES L. TURNER
WILLIAM M. SEIDER
ELIZABETH C. MARSHALL

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PATRICK W. RYSKAMP
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E. JOHN WAGNER, II
WILLIAM G. SCHLOTTHAUER

J.J. WILLIAMS, JR. (1886-1968)
W. DAVIS PARKER (1920-1982)

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May 9, 2000

Division of Corporations
Limited Liability Companies
Post Office Box 6327
Tallahassee, Florida 32314

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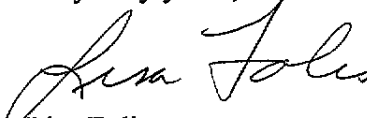
Re: MANATEE REAL ESTATE, L.L.C.

Dear Sir/Madam:

Enclosed please find a copy and an original of the Articles of Amendment of Manatee Real Estate, L.L.C. Please file this amendment as quickly as possible. Then, please file stamp the enclosed copy and return it to our office in the envelope provided. Also enclosed is our client's check made payable to "Secretary of State" in the amount of \$25.00 to cover the filing fees for this transaction.

Thank you, and please contact the undersigned should any problems arise in connection with this filing.

Very truly yours,


Lisa Folis
Corporate Paralegal

FILED
0 MAY 12 PM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
OF
MANATEE REAL ESTATE, L.L.C.**

299-5473

The Articles of Organization of Manatee Real Estate, L.L.C., a Florida limited liability company, originally filed on September 1, 1999, are hereby amended by striking Articles 7 and 10 in their entirety, and by substituting in their respective places the following:

ARTICLE 7 - MANAGEMENT

The Managers of the Company are:

Operating Manager	Patrick Lesur
Vice Operating Manager	Dominique Lolli Lesur
Secretary	Dominique Lolli Lesur
Treasurer	Patrick Lesur

or as may be elected from time to time, in accordance with regulations adopted by the Company. The address of the Managers shall be the same as the mailing address of the Company.

ARTICLE 10 - MEMBERS

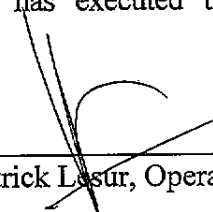
The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the Company not inconsistent with law or these Articles of Organization. The name and address of the member(s) of the Company are:

Patrick Lesur	Dominique Lolli Lesur
7120 St. John's Way	7120 St. John's Way
University Park FL 34201	University Park FL 34201

FILED
MAY 12 PM 3:04
CLERK OF DISTRICT COURT
MANATEE COUNTY, FLORIDA

The amendment was approved and adopted by written consent of all the members of the Company on March 14, 2000.

IN WITNESS WHEREOF, the Operating Manager has executed these Articles of Amendment.



Patrick Lesur, Operating Manager