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DOBSON & BROWN, P.A.

ATTORNEYS AT LAW

66 CUNA STREET, SUITE A
ST. AUGUSTINE, FLORIDA 32084

GEOFFREY B. DOBSON
RONALD W. BROWN

TELEPHONE (904) 824-9032
TELEFAX (904) 824-9236

October 4, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

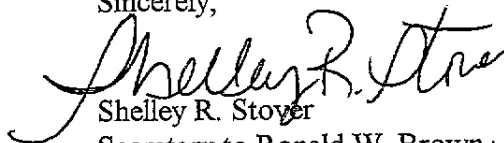
Re: Walker L. Newton Ventures L.L.C.

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-10/09/00--01065--004
*****35.00 *****35.00

Dear Reader:

Please find enclosed the original and one copy of the First Amendment to the Articles of Organization for Walker L. Newton L.L.C. to be filed with the Department of State-Division of Corporations. Also enclosed is our firms check in the amount of \$35.00 for filing fees. Please call with any questions or comments you may have.

Sincerely,



Shelley R. Stover
Secretary to Ronald W. Brown

/srs
enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**First Amendment
to
Articles of Organization
for
Walker Newton Ventures, L.L.C.**

The undersigned, for the purposes of amending the Articles of Organization of Walker Newton Ventures, L.L.C. as filed on December 22, 1999, and pursuant to the requirements of the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge and file the following First Amendment to the Articles of Organization:

Change of Company Name

The name of the limited liability company shall be changed to MAKARIOS, L.L.C. effective upon the filing of this First Amendment to the Articles of Organization.

Change of Registered Agent

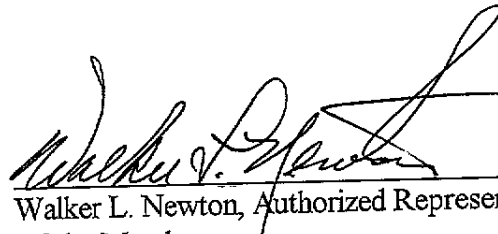
The address of the registered office of the company shall be changed to Dobson, Ronald W. Brown, P.A., 66 Cuna Street, Suite A, St. Augustine, Florida 32084. The name and address of the registered agent shall be changed to Ronald W. Brown, 66 Cuna Street, Suite A, St. Augustine, Florida 32084. The change of registered office and registered agent shall be effective upon the filing of this First Amendment to Articles of Organization.

The change of registered office and registered agent was authorized by the unanimous, affirmative vote of all members of the Company at a duly called and noticed meeting of the Members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, an authorized representative of the Members, has made and subscribed this First Amendment to the Articles of Organization, for the foregoing uses and purposes, this 1st day of October, 2000.


Walker L. Newton, Authorized Representative
Of the Members

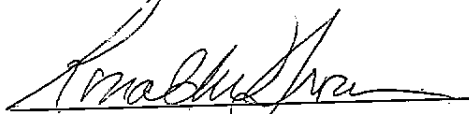
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

Walker Newton Ventures L.L.C. desiring to organize under the laws of the State of Florida with its principal office, as indicated in this First Amendment to the Articles of Organization, at City of St. Augustine, State of Florida, has named Ronald W. Brown, Esquire, 66 Cuna Street, Suite A, St. Augustine, Florida 32084 as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

I, Ronald W. Brown, having been named to accept service of process for the above stated corporation at the place designated in this certificate, hereby accept to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to maintaining said office.


Ronald W. Brown

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OCT -9 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA