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LIMITED LIABILITY AMENDMENT

SANDLER WEST PALM BEACH INVESTMENT II, L.L.C.

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Sandler West Palm Beach Investment II, L.L.C.
2. Jurisdiction of its organization: Virginia
3. Date authorized to do business in Florida: February 8, 2000

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 1/23/04
5. New name of the limited liability company: Sandler as Polk County, L.L.C.
6. If the amendment changes the period of duration, indicate new period of duration: _____
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: _____
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of a member or the authorized representative of a member

Raymond Gottlieb, Manager
Typed or printed name of signee

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ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION OF
SANDLER WEST PALM BEACH INVESTMENT II, L.L.C.

The undersigned limited liability company, pursuant to Title 13.1, Chapter 12, Article 2 of the Code of Virginia of 1950, as amended, hereby executes the following articles of amendment and sets forth:

1. The name of the limited liability company (the "Company") is Sandler West Palm Beach Investment II, L.L.C.


2. The sole amendment to the Articles of Organization is to change the name of Sandler West Palm Beach Investment II, L.L.C. to Sandler at Polk County, L.L.C.

3. The foregoing amendment was adopted on 1-12-04.

4. The foregoing amendment was adopted by a majority vote of the members entitled to vote in accordance with Chapter 12 of Title 13.1 of the Code of Virginia of 1950, as amended.

5. The undersigned duly authorized Manager of the Company declares that the facts herein stated are true as of January 13, 2004.

IN WITNESS WHEREOF, I have hereunto set my hand, this 13TH
day of JANUARY, 2004.


R. G. Fries, Manager (SEAL)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

January 23, 2004

The State Corporation Commission has found the accompanying articles submitted on behalf of
Sandler at Polk County, L.L.C.
(formerly known as SANDLER WEST PALM BEACH INVESTMENT II,
L.L.C.)

to comply with the requirements of law, and confirms payment of all required fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission effective January 23, 2004.

STATE CORPORATION COMMISSION

By



Commissioner

04-01-15-4006
LLAACPT
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