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Florida Department of State
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LIMITED LIABILITY AMENDMENT

SANDESTIN RESORT TRACT 332, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
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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: SANDESTIN RESORT TRACT 332, LLC
2. Jurisdiction of its organization: DELAWARE
3. Date authorized to do business in Florida: FEBRUARY 13, 2004

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? _____
5. New name of the limited liability company: GENOA DEVELOPMENT COMPANY, LLC
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

DAVID D. KLEINKOFF

Typed or printed name of signer

Filing Fee: \$25.00

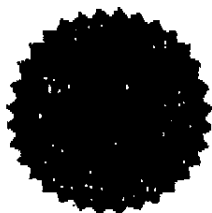
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SANDESTIN RESORT TRACT 332, LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "GENOA DEVELOPMENT COMPANY, LLC", THE FOURTEENTH DAY OF APRIL, A.D. 2004, AT 4:11 O'CLOCK P.M.

FILED
2004 APR 15 AM 10:55
DELAWARE
ATLANTA, FLORIDA



3764673 8320

040274215

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3053557

DATE: 04-15-04