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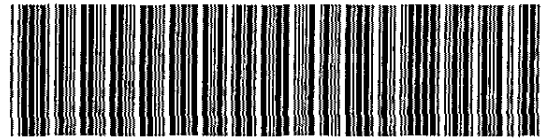
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WERTHEIMER, KIPNIS & VOUDOURIS, LLC
LAW OFFICES

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TIFFANY M. TURNER

Laura S. Bray, PARALEGAL

†Licensed in Virginia and DC only

February 22, 2005

By Federal Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: (i) Williams Road Estates LLC (the "LLC") - Application By Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida

Dear Sir or Madam:

Enclosed herewith please find (i) the Application By Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida (the "Application") for the aforementioned LLC, and (ii) a certified copy of the First Amendment to the Articles of Organization of the LLC, recently filed with the Virginia State Corporation Commission. Please cause the Application to be filed with the Florida Department of State, Division of Corporations. Also enclosed please find a check payable to the Florida Department of State in the amount of \$25.00 to cover the cost of the filing fee.

Please feel free to contact me if you have any questions or comments regarding this matter.

Sincerely yours,


Laura Bray

FILED
2005 FEB 23 P 3 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cc: Ms. Karen Smith (w/ encl., by facsimile: 703-556-8771)
Demetris Voudouris, Esq.
WA7985.292\trans FL DOS re. Amd.wpd

**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: Williams Road Estates LLC
2. Jurisdiction of its organization: Virginia
3. Date authorized to do business in Florida: December 30, 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: _____
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 of the original Application by a foreign limited liability company for authorization is deleted and replaced by the attached Exhibit A.
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 of the jurisdiction under the law of which this entity is organized.

Karen Smith

Signature of a member or the authorized
representative of a member

Karen Smith, Vice President of G&G VA Holdings, LLC, Manager

Typed or printed name of signee

Filing Fee: \$25.00

2005 FEB 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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

Exhibit A

The name and usual business address of the manager is as follows:

G&G VA Holdings, LLC
8756 Lewinsville Road
McLean, Virginia 22102
Attention: Karen Smith, Vice-President

FILED
2005 FEB 23 P 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
WILLIAMS ROAD ESTATES LLC

This First Amendment to the Articles of Organization of Williams Road Estates LLC is made this 30th day of November, 2004 by the undersigned parties.

WITNESSETH:

The undersigned, constituting all of the Members of **Williams Road Estates LLC**, a Virginia limited liability company (hereinafter referred to as the "Company"), do hereby certify that this First Amendment to the Articles of Amendment of the Company (i) has been unanimously approved and authorized by all the Members of the Company in accordance with the Operating Agreement of the Company, and (ii) is hereby stated as follows:

1. The name of the Company is "Williams Road Estates LLC".
2. The Articles of Organization of the Company (the "Articles") are amended as follows:
 - A. Paragraph 5 of the Articles shall be deleted in its entirety and replaced by the following:

"5. The Limited Liability Company shall be managed by a Manager who shall be G&G VA Holdings, LLC. The Manager may only be changed by an amendment to these Articles of Organization."
 - B. Paragraph 6 of the Articles shall be deleted in its entirety and replaced by the following:

"6. The Manager shall have full and complete authority to act for and bind the Company, including but not limited to the authority to borrow money, to pledge or encumber the Company's assets and to sell the Company's assets".
3. The amendments to the Articles set forth in Sections 2.A, and 2.B of this First Amendment were adopted on November 30, 2004.
4. The amendments to the Articles set forth in Sections 2.A and 2.B of this First Amendment were adopted by the vote of the Members in accordance with the Articles, the Operating Agreement of the Company, and the laws of the Commonwealth of Virginia, including, without limitation, Section 13.1-1014 of the Virginia Code.

[Continued on Following Page]

IN WITNESS WHEREOF, this First Amendment to the Articles of Organization of Williams Road Estates LLC, has been executed by the Managers of the Company as of the date set forth above.

WITNESS:

Name: _____

Name: _____

MANAGERS:

Harold Botes, personally

Gregory Cox, personally

[Seal]

[Seal]

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, DECEMBER 30, 2004

The State Corporation Commission has found the accompanying articles submitted on behalf of
WILLIAMS ROAD ESTATES LLC

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 December 30, 2004.

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink, appearing to read "Mark L. Christie". The signature is fluid and cursive, written over the printed name of the Commissioner.

Commissioner

Commonwealth OF Virginia

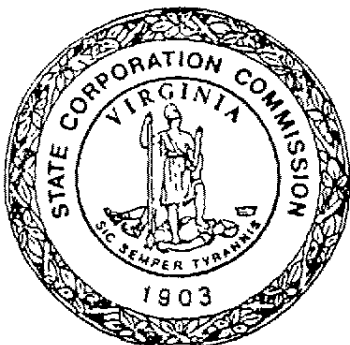


State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of the articles of amendment filed in the Clerk's Office of the Commission on December 30, 2004 by WILLIAMS ROAD ESTATES LLC, a Virginia limited liability company.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
February 4, 2005*

Joel H. Peck
Joel H. Peck, Clerk of the Commission