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HOLBROOK AKEL COLD STIEFEL & RAY

NO. 7653 1

No 1000008731

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : HOLBROOK, AKEL, COLD, STIEFEL & RAY, P.A.
Account Number : I20020000128
Phone : (904) 356-6311
Fax Number : (904) 356-7330

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

ROTARY CLUB OF DEERWOOD CHARITIES, INC.

Certificate of Status	1
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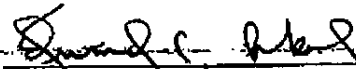
ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
ROTARY CLUB OF DEERWOOD CHARITIES, INC.
Changing its Name to
DEERWOOD ROTARY CHARITIES, INC.

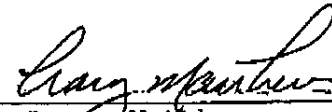
The Articles of Incorporation of this corporation are amended
as follows:

1. Article I is amended to change the name of this corporation to: DEERWOOD ROTARY CHARITIES, INC.
2. The effective date of this amendment shall be on filing.
3. This amendment was adopted and approved by the directors and by the unanimous vote of all members present and entitled to vote at a regular meeting held on January 4, 2008, at which a quorum was present.

Attest:

ROTARY CLUB OF DEERWOOD
CHARITIES, INC.


Edward C. Akel, Secretary

By 
Larry Matthews,
Its President
(Corporate Seal)

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Fountains 149, LLC

(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Pablo Velez

(Name of Person)

Prestige Builders Group

(Firm/Company)

14160 Palmetto Frontage Road, Suite #10

(Address)

Miami Lakes, Florida 33016

(City/State and Zip Code)

For further information concerning this matter, please call:

Pablo Velez _____ at (**305**) **827-5665, Extension #117**
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$25.00 Filing Fee \$30.00 Filing Fee & Certificate of Status \$55.00 Filing Fee & Certified Copy (additional copy is enclosed) \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 JAN 10 PH 3:02

Fountains 149, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 10/19/2005 and assigned Florida document number L05000103090.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

N/A

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: Alejandro Vilarello, PA.

New Registered Office Address: 14160 Palmetto Frontage Road, Suite #21
(Enter Florida street address)

Miami Lakes, Florida 33016
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

(If Changing Registered Agent, Signature of New Registered Agent)

If amending the Managers or Managing Members records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

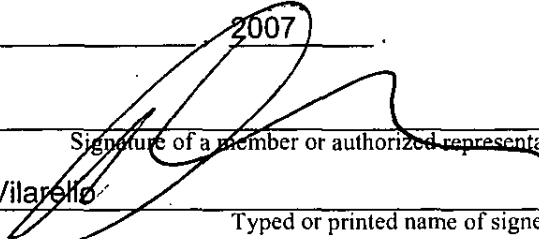
MGR = Manager
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGR	Fountains 149, LLC	14160 Palmetto Frontage Road Suite #10, Miami Lakes, FL 33016	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
MGRM	BC Fountains, LLC	14160 Palmetto Frontage Road Suite #10, Miami Lakes, FL 33016	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
		(Please note: the removed MGR was mistakenly named -- this amended LLC had been named MGR of itself.)	<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

N/A

Dated December 27th 2007


 Signature of a member or authorized representative of a member
 Alejandro Vilarejo
 Typed or printed name of signee