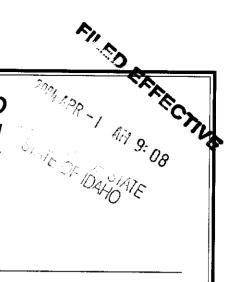


ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION LIMITED LIABILITY COMPANY



(Instructions on back of application)

1.	The name of the limited liability company is:		
		Sandy Beach C-3, L.L.C.	
2.	The date the articles of organization were filed was: July 9, 2001		
	COMPLETE ONLY	THE APPLICABLE ITEMS	
3.	The name of the limited liability company is amended to read:		
4.	The latest date certain upon which the limited liability company will dissolve is amended to read:		
5.	The management of the limited liability company shall henceforth be vested in:		
		Manager(s) Members	s
6.	The information on the managers/members shall be amended as follows:		
	Name	Address	Add Delete Other
	Marsha Z Ball Family	2235 E. 25th St., #220, Idaho Falls, ID 83404	✓
	R. Emmett O'Leary	11850 Old Spanish Trail, Tucson, AZ	
	Georgina O'Leary	85730 11850 Old Spanish Trail, Tucson, AZ	
		85730	
7.	Signature of at least o	ne manager, if any, or at least one me	ember.
Signature: Secretary of Secreta			Secretary of State use only
	Name: R. Emmett O'Leary	westicil.	
Capa	city: Member	// N2002	
Signa	ture:	orpYorms\lcforms\amend dornesticllc,p65	IDAHO SECRETARY OF STATE
Typed	Name:	omsulc R	CK: 66934 CT: 178866 BH: 736745 1 0 30.00 = 30.00 ORGAN AMEN #
Capac	city:		1 @ 20.00 = 20.00 EXPEDITE C #

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