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MAIL TO:
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June 17, 2004

Corporate Records Bureau
Division of Corporations
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RE: **Jasmen of Pensacola, LLC**

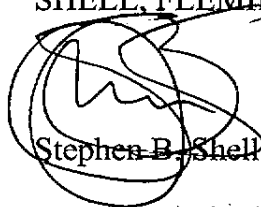
Dear Ladies and Gentlemen:

Enclosed please find original and one copy of the Articles of Amendment for the above limited liability company. I would appreciate your filing the original Articles of Amendment and returning a copy to the undersigned for our records. Our check in the amount of \$35.00 for the required filing fee is enclosed.

Thank you for your assistance in this regard and if you should have any questions or comments, please give me a call.

Very truly yours,

SHELL, FLEMING, DAVIS & MENGE


Stephen B. Shell

SBS/pfj
Enclosures
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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
JASMEN OF PENSACOLA, L.L.C.**

FIRST: The date of filing of the Articles of Organization of Jasmen of Pensacola, L.L.C. (the "Company") was August 23, 2001.

SECOND: The following amendments to the Articles of Organization were adopted by the Company:

A. Article Three, subparagraph (a), is amended to provide as follows:

(a) To conduct, maintain and operate a commercial property and investment business together with any other business activity which is within the purpose for which a limited liability company may be organized under the Florida Limited Liability Company Act.

B. Article Six is amended as follows:


The Company will be managed by its members. The names and addresses of the managing members are:

Alan Kryz
2880 Whisper Bay Blvd
Gulf Breeze, Florida 32563


Steve Bogan
25 West Cedar Street, Suite 230
Pensacola, Florida 32502

THIRD: Except as amended hereby, the Articles of Organization are ratified and confirmed, and shall remain in full force and effect.

DATED this 14th day of June, 2004.



Steve Bogan, Member and Manager



Alan Kryz, Member and Manager

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