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PICERNE CEDAR POINT, LLC

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**ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION
OF
PICERNE CEDAR POINT, LLC**

The undersigned, as Members of Picerne Cedar Pointe, LLC, a Florida limited liability company (the "Company"), desiring to amend the Articles of Organization of the Company pursuant to the terms of Chapter 608, Florida Statutes, the Florida Limited Liability Company Act (the "Act"), states as follows:

1. The current name of the Company is PICERNE CEDAR POINTE, LLC.
2. The date of the filing of the original Articles of Organization of the Company was March 5, 2002.
3. The Articles of Organization of the Company are amended by deleting Article I entitled "Name" in its entirety and inserting the following section in its place and stead:


ARTICLE I - NAME

The name of the limited liability company is CEDAR POINT MANAGERS GP, LLC (the "Company").

4. This amendment to the Articles of Organization of the Company was approved by the unanimous consent of the sole manager of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Amendment this 3 day of December, 2007.

MANAGER:



Robert M. Picerne

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