

L04000051100

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H08000036843 3)))



H080000368433ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
 Fax Number : (850) 617-6383

From: Account Name : COHEN, NORRIS, SCHERER, WEINBERGER
 Account Number : I20020000140
 Phone : (561) 844-3600
 Fax Number : (561) 842-4104

Handwritten: AHN: L. Lincoln

2008 FEB 12 A 10: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

COHEN STRATEGIC, LLC

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$55.00

A. LUNT
FEB 13 2008

EXAMINER

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED

08 FEB 12 AM 10: 38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FIRST AMENDMENT TO
AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
COHEN STRATEGIC, LLC
(A Florida Limited Liability Company)**

FIRST: The Articles of Organization of COHEN STRATEGIC, LLC (the "Company") were filed on July 9, 2004 and assigned Document Number L04000051100.

SECOND: ARTICLE V of the Amended and Restated Articles of Organization of the Company is hereby deleted in its entirety and shall be replaced by the following:

ARTICLE V

The management of the Company shall be vested in a Managing Member or Members and is therefore this limited liability company is a member-managed Company. The Managing Members are Fred C. Cohen and Bryan S. Cohen. Either of the Managing Members is authorized to bind Company as more specifically described in the Operating Agreement of the Company.

THIRD: ARTICLE VII of the Amended and Restated Articles of Organization of the Company is hereby deleted in its entirety and shall be replaced by the following:

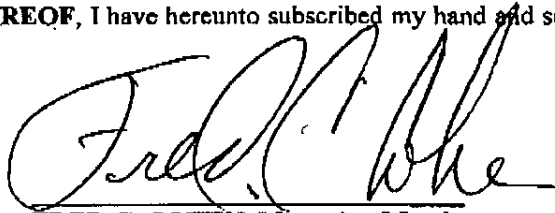
ARTICLE VII

The purpose for which this Company is formed is to transact any and all lawful business permitted to be transacted by a limited liability company in the State of Florida.

FOURTH: ARTICLE VIII and ARTICLE IX are hereby deleted in their entirety.

FIFTH: Except as herein amended, the Articles of Organization of Cohen Strategic, LLC hereby ratified and confirmed as of the date hereof.

IN TESTIMONY WHEREOF, I have hereunto subscribed my hand and seal this 7 day of February, 2008.


FRED C. COHEN, Managing Member

FILED
2008 FEB 12 A 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA