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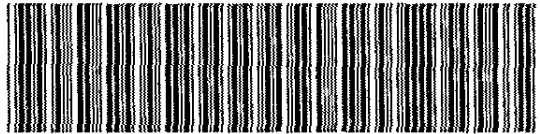
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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: A+B Reward Club 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:

Kirk Francis
(Name of Person)

A+B Reward Club
(Firm/Company)

1000 5th st
(Address)

Miami Beach FL-33139
(City/State and Zip Code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

Kirk Francis at 786 227-0227
(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

A e B Reward Club LLC
(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 11-22-04 and assigned document number 204000084572

SECOND: This amendment is submitted to amend the following:

Ammend to remove
NORMA Knuckle as MGR

Ammend to remove
Audwin Williams as MGRM

Ammend to add
KIRK Francis as Manoging Member
3425 Collins Ave Miami Beach FL 33140
#737

Dated Sept 7, 2007

Kirk Francis
Signature of a member or authorized representative of a member

KIRK Francis
Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED