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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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SW. 2 St., LLC

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**AMENDMENT TO OPERATING AGREEMENT
FOR
SW. 2 ST., LLC**

Whereas, on February 27, 2006, MFS OF SOUTH FLORIDA, LLC ("MFS") entered into an operating agreement for SW. 2 ST., LLC, ("Company"); and

Whereas, MFS owned 100% interest in the Company; and

Whereas, MFS desires to transfer all of its interest in the Company to Mark F. Shakespeare and David B. Grayson so that each shall own 50%.

Whereas, as of January 1, 2007, the Operating Agreement of the company is hereby amended as follows:

Now in consideration of the premises and the mutual benefits to be derived the Operating Agreement is amended as follows:

1. The two shareholders will be Mark F. Shakespeare and David B. Grayson, and each shareholder shall hold 50% of all Company interests.
2. The Manager shall be Mark F. Shakespeare.

MFS OF SOUTH FLORIDA, LLC

By: _____

Mark F. Shakespeare, Manager

Mark F. Shakespeare, individually

David B. Grayson, individually

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