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TALLAHASSEE FLORIDA

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JOHN C. GOEDE, P.A.

A LEGAL PROFESSIONAL ASSOCIATION

Attorney at Law

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Suite #1
Naples, FL 34108

Please direct all correspondence to: 9915 Tamiami Trail North, Suite #1, Naples, FL 34108

April 17, 2008

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: *Articles of Amendment to Articles of Organization*
World Avenue, LLC, a Florida Limited Liability Company

Dear Sir and/or Madam:

Please find enclosed the Articles of Amendment to Articles of Organization for World Avenues, LLC, a Florida limited liability company. I have enclosed herewith my firm's check in the amount of \$25.00 made payable to Florida Department of State referencing the proper filing fee.

Thank you in advance for your prompt attention to this matter.

Sincerely yours,



John C. Goede, Esq.

JCG/jg
Enclosures as stated

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF ORGANIZATION
OF
WORLD AVENUES, LLC**

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TALLAHASSEE FLORIDA

FIRST: The Articles of Organization were filed on February 12, 2009 and assigned document number L09000014552.

SECOND: This amendment is submitted to amend the following:

ARTICLE I
NAME

The name of this Limited Liability Company is USA World Avenues, LLC (the "Company").

ARTICLE III
ADDRESS

The mailing address and street address for the principal office of the Company is:

6010 Lancewood Way
Naples, Florida 34116

ARTICLE IV
REGISTERED OFFICE AND AGENT

The initial registered office of this Company shall be c/o Law Office of John C. Goede, P.A., 9915 Tamiami Trail N., Suite 1, Naples, Florida 34108, and its initial registered agent at such office shall be John C. Goede, Esq.

ARTICLE V
MANAGEMENT

The Company is to be a Manager-Managed company and the name and address of the elected Manager who shall serve as Manager until the first annual meeting or until their successors are chosen are:

Gamal Khalil
6010 Lancewood Way
Naples, Florida 34116

Dated effective as of April 14, 2009.



Gamal Khalil
Authorized Representative

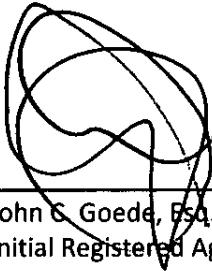
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

1. The name of the Company is USA World Avenues, LLC
2. The name and address of the registered agent and office is:

John C. Goede, Esq.
c/o Law Office of John C. Goede, P.A.,
9915 Tamiami Trail North
Suite 1
Naples, Florida 34108

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 608 of the Florida Statutes.

Dated effective as of April 14, 2009.



John C. Goede, Esq.
Initial Registered Agent

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