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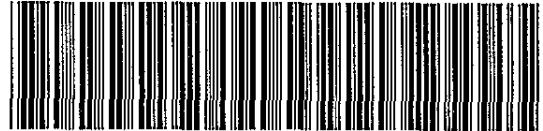
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TALLAHASSEE, FLORIDA

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February 21, 2003

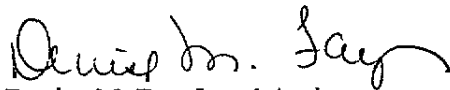
Secretary of State
LLC Division
Post Office Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed for filing, please find Second Amendment to Articles of Organization for Waterford Ballroom & Catering, LLC. Also enclosed is our firm's check payable to the State for \$25.00 to pay the filing fee. Thank you.

With kind regards, I am

Sincerely,



Denise M. Fay, Legal Assistant to
Thomas M. Dryden

: dmf
Encls.

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TALLAHASSEE, FLORIDA

**SECOND AMENDMENT TO ARTICLES OF ORGANIZATION
FOR WATERFORD BALLROOM & CATERING, L.L.C.**

Pursuant to **Section 608.411** of the Florida Limited Liability Company Act, the undersigned, who are all the members of **WATERFORD BALLROOM & CATERING, L.L.C.**, amend the articles of organization of the limited liability company originally filed with the Secretary of State of Florida on January 20, 2000, and as amended on September 5, 2000, as follows:

Delete present **ARTICLE IV, MANAGEMENT**, and substitute in its place the following:
ARTICLE IV, MANAGEMENT.

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Pamela Richo, 1913 SE 40th Street, Cape Coral, FL 33904.
John A. Leonard, 1913 SE 40th Street, Cape Coral, FL 33904.

Delete present **ARTICLE VI, PROFIT AND LOSSES**, and substitute in its place the following:
ARTICLE VI, PROFIT AND LOSSES.

(a) Profit Sharing. The member shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. The member shall be entitled to the distributive share of the profits specified as follows:

Pamela Ann Richo Revocable Trust	51%
John A. Leonard	49%

The distributive share of the profits shall be determined and paid to the member each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being the date of filing these Articles with the Secretary of State, State of Florida.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the member in the following shares:

Pamela Ann Richo Revocable Trust	51%
John A. Leonard	49%

The remainder of the provisions of the articles of organization shall remain as filed on January 20, 2000, and subsequently amended on September 5, 2000.

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TALLAHASSEE, FLORIDA

The members of **WATERFORD BALLROOM & CATERING, L.L.C.** have executed the preceding amendment(s) to the articles of organization of the company on

Dated: 2-13-03

BY: 
PAMELA RICHIO

Dated: 2-13-03

BY: 
JOHN A. LEONARD

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TALLAHASSEE, FLORIDA