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Florida Department of State  
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**L 5530**

**LIMITED LIABILITY AMENDMENT**

**FLORIDA USA DIRECT, LLC**

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**JB 7-18-03**

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION OF  
OF FLORIDA USA DIRECT, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

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**FIRST:** The date of filing of the Articles of Organization was May 10, 2000.

**SECOND:** The following amendments to the Articles of Organization were adopted by the limited liability company:

A. Article IV, Management, is hereby deleted and replaced in its entirety as follows:

**ARTICLE IV - Management**

The limited liability company is to be managed by its managing members. Such managing members and their addresses are:

Terence A. Lacey-Freeman	4504 Alagna Trail Kissimmee, Florida 34746
Kathleen Lacey-Freeman	4504 Alagna Trail Kissimmee, Florida 34746

Membership interests in the limited liability company shall be as follows:

Terence A. Lacey-Freeman and Kathleen Lacey-Freeman, <i>as Tenants by the Entireties with Rights of Survivorship</i>	52%
Terence J. Lacey-Freeman	24%
Caroline Lacey-Freeman and Dean Lacey-Freeman, <i>As Tenants by the Entireties with Rights of Survivorship</i>	24%

**THIRD:** The effective date of these Articles of Amendment shall be the date of filing with the Florida Department of State.

**FOURTH:** The remainder of the Articles of Organization are unchanged and shall remain in full force and effect.

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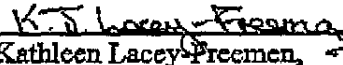
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Executed this 17 day of July, 2003.

  
\_\_\_\_\_  
Terence Lacey-Freeman,  
Managing Member

  
\_\_\_\_\_  
Kathleen Lacey-Freeman,  
Managing Member

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