

L000000008234

**BAUR, WOODBRIDGE & KLEIN, P.A.**  
*Attorneys at Law*

Thomas Baur, J.D., M.C.L., J.C.B.  
*Admitted in Florida and in the  
Federal Republic of Germany  
Board Certified in International Law*

Frederick Woodbridge, Jr., J.D.  
*Lic. en derecho (Madrid, Spain)*

Christopher J. Klein, J.D.

Karin L. Matos, J.D.

Claudio Riedi, J.D.

Vivian Volker, J.D.

*Of Counsel:*

David S. Berger, J.D.  
*Board Certified in Immigration Law*

Jeffrey A. Bernstein, J.D.

Rebecca M. Miller, J.D.

Margarita P. Muiña, J.D., LL.M., CPA  
*Board Certified in Taxation*

Prof. William H. Newton, III, J.D.

Gudrun M. Nickel, J.D.  
*Admitted in FL, IL, KS, & MT*

Dale F. Webner, J.D.

21<sup>st</sup> Floor – New World Tower  
100 North Biscayne Boulevard  
Miami, Florida 33132-2306  
Telephone: (305) 377-3561  
Direct Line: (305) 377-1895  
Fax: (305) 371-4380  
www.worldwidelaw.com  
criedi@worldwidelaw.com

NAPLES OFFICE: *(Reply to Miami Office)*  
350 Fifth Avenue South – Suite 200  
Naples, Florida 34102  
Telephone: (941) 434-0046

August 16, 2000

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

000003365270--2  
-08/21/00--01035--009  
\*\*\*\*\*25.00 \*\*\*\*\*25.00

Re: Articles of Amendment of Exhitphoto L.C.  
Our File No. 1238-15

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Amendment to Articles of Organization of Exhitphoto L.C. with our firm check for the filing fee in the amount of \$25.00. Please return a file-stamped copy in the enclosed self-addressed stamped envelope.

I thank you for your time and attention in this matter.

Name	
Availability	Very truly yours,
Document Examiner	<i>[Signature]</i>
Updater	DCC
Updater	CR/KI
Verifier	Enclosure DCC
Acknowledgement	DCC
W. P. Verifier	DCC

FILED  
00 AUG 21 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L000000008234

**ARTICLES OF AMENDMENT TO**  
**ARTICLES OF ORGANIZATION**  
**EXITPHOTO, L.C.**

The undersigned member, desiring to amend the Articles of Organization previously filed herein, hereby adopts and files these articles of amendment to the Articles of organization pursuant to Florida Statute 608.411, entitled the Florida Limited Liability Company Act (the "*Act*");

1. **Name.** The name of this limited liability company is Exitphoto, L.C. (the "*Company*").
2. **Date of filing:** The date of filing of the Articles of organization was July 7, 2000.
3. **Amendment.** The Articles of Organization heretofore filed with the Secretary of State on July 7, 2000 shall be amended by replacing Article 8 in its entirety by the following wording:

**"8. Management of the Company.** *The business of the Company shall be managed by its members in proportion to their initial contribution to the capital of the Company expressed as a percentage of the total initial capital of the Company. These percentages shall not vary as a function of changes in their capital account balances. The name and address of the initial managing member are as follows:*

Name

Address

Sunset Production, Inc.

100 N. Biscayne Blvd., Suite 2700  
Miami, FL 33132"

4. **Effective Date:** The effective date hereof shall be when filed with the Department of State.

The undersigned, as sole member of the Company, executed these Articles of Organization effective as of the 30th day of June, 2000.

Sunset Production, Inc., Member:

By: Thomas Baur  
Thomas Baur, authorized Representative

Date: 8/14/2000

FILED  
00 AUG 21 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA