

L000000014903



ACCOUNT NO. : 072100000032

REFERENCE : 191037 4374944

AUTHORIZATION :

COST LIMIT : \$ 25.00

FILED
01 JUN 19 PM 5:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 19, 2001

ORDER TIME : 11:05 AM

ORDER NO. : 191037-005

CUSTOMER NO: 4374944

CUSTOMER: Sherrie Smith, Legal Asst
Nida & Maloney
800 Anacapa Street

300004430343--3

Santa Barbara, CA 93101-2212

DOMESTIC AMENDMENT FILING

NAME: IMPERIAL HOLDINGS GROUP, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER'S INITIALS: _____

RECEIVED
01 JUN 19 PM 12:10
DIVISION OF CORPORATION

L00-14903
R

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
IMPERIAL HOLDINGS GROUP, LLC

FIRST: The date of filing of the articles of organization was December 4, 2000.

SECOND: The following amendments to the articles of organization were adopted by the limited liability company:

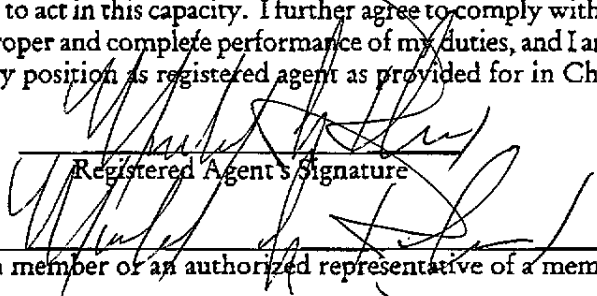
Article I - Name: The name of the limited liability company is: Imperial Group Holdings LLC.

Article III: Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Michael S. Riley
200 E. Broward, Suite 920
Ft. Lauderdale, FL 33301

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, F.S.



Registered Agent's Signature

Signature of a member or an authorized representative of a member

(In accordance with section 6098.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

Michael S. Riley - Managing Member
Type or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUN 19 PM 12:57

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND
REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is Imperial Group Holdings, LLC.
2. The name and the Florida street address of the registered agent and office are:

Michael S. Riley
200 E. Broward, Suite 920
Ft. Lauderdale, FL 33301

FILED
01 JUN 19 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Signature

