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RONALD WITKOWSKI, P.A.  
12798 WEST FOREST HILL BOULEVARD, SUITE 202  
WELLINGTON, FLORIDA 33414  
561-791-1092  
561-791-2731 (FAX)

June 20, 2001

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

RE: FSM Holdings Co., LLC  
Our File 01-060RW

LO1-3613

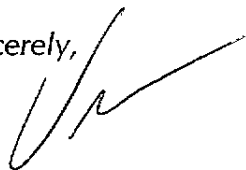
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\*\*\*\*\*25.00 \*\*\*\*\*25.00

Dear Sir/Madam:

Enclosed for filing is the original Articles of Amendment to Articles of Organization for FSM Holdings Co., LLC together with our check payable to the Secretary of State in the amount of \$25.00.

Thank you for your attention to this matter.

Sincerely,



Victoria Witkowski  
Secretary to Ronald Witkowski

vw  
Encls.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ARTICLES OF AMENDMENT TO  
ARTICLES OF ORGANIZATION OF  
FSM HOLDINGS CO., LLC

FIRST: The date of filing of the Articles of Organization was March 8, 2001.

SECOND: The following amendment to the Articles of Organization was adopted by the Limited Liability Company:

ARTICLE IV - Management

The Limited Liability Company is to be managed by a manager, and the names and addresses of such managers who are to serve as managers are:

Alfred J. McNamara and  
Sheila M. McNamara  
12798 Forest Hill Blvd., Suite 202  
Wellington, FL 33414

Dated: 6/13/01, 2001

ALFRED J. MCNAMARA AND SHEILA M  
MCNAMARA, TRUSTEES OF THE ALFRED  
J. MCNAMARA TRUST UNDER TRUST  
AGREEMENT DATED DECEMBER 30,  
1994 MADE BY ALFRED J. MCNAMARA  
AS SETTLOR

By:   
Alfred J. McNamara, Trustee

By:   
Sheila M. McNamara, Trustee

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA