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LAW OFFICES OF MICHAEL A. FREELING, P.A.
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Admitted in:

*Florida
New York
District of Columbia*

June 14, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Attn: Trevor Brumbly

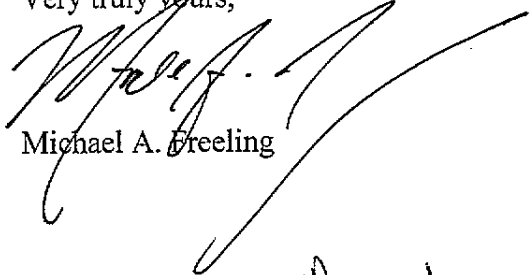
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Re: Limited Liability Company Amendment Filing
WEALTH WIZARD, L.C.

Dear Ms. Brumbly:

Pursuant to your instructions in our telephone conversation last week, please find enclosed attorney check no. 157 in the amount of \$25.00, together with original Article of Amendment to the Articles of Organization of Wealth Wizard, L.C. for filing with the Department of State. I look forward to receipt of your acknowledgment letter confirming the filing. If you have any questions, feel free to contact me at the above telephone number. Thank you for your assistance.

Very truly yours,


Michael A. Freeling

MAF/mb
Enc.

cc: David Zimmer, Esq.

01 JUN 21 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVE
AND
FILED

MB
6-22-01

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Wealth Wizard, L.C.

(Present Name)

(A Florida Limited Liability Company)

- FIRST:** The date of filing of the articles of organization was April 10, 2001.
- SECOND:** The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

“Article IV – Management” of the Articles of Organization, dated April 10, 2001 is hereby deleted in its entirety and replaced with the following provision:

**ARTICLE IV
MANAGEMENT**

Management of this limited liability company is reserved to its members, whose names and addresses are as follows: The Sherry M. Zimmer Irrevocable Trust dated August 16, 1999, Debra Morgan Zimmer, Trustee, 19276 Natures View Court, Boca Raton, Florida 33498 and David M. Zimmer, 19276 Natures View Court, Boca Raton, Florida 33498.

Dated June 10, 2001, _____.

Debra M. Zimmer

Signature of a member or authorized representative of a member

Debra M. Zimmer

Managing Member

Typed or printed name of signee

APPROVED
AND
FILED
01 JUN 21 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA