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February 15, 2002

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Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

To Whom It May Concern:

L01-5495

Please find enclosed an Amendment to Articles of Organization as well as the applicable filing fees.

Our return address is 943 Clint Moore Road, Boca Raton, FL., 33487. Our daytime phone number is 561-997-0045-ext203.

Sincerely,



Bettina Wood  
Controller

W/2/22

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF ORGANIZATION**  
**OF**  
**SHOPPES OF VENICE, LLC., A FLORIDA LIMITED LIABILITY COMPANY**

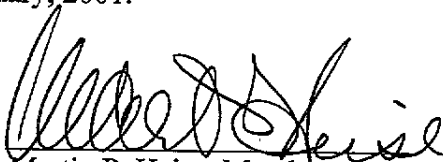
FIRST:           The date of filing of the Articles of Organization was April 10<sup>th</sup>, 2001.

SECOND:          The following amendment(s) to the Articles of Organization was/were adopted by the Limited Liability Company:

The name of the Limited Liability Company is Auto Care Center of Venice, LLC.

Signed this 15th day of February, 2001.

Signature:

  
Martin P. Heise, Member

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