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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
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LIMITED LIABILITY AMENDMENT
CHAFTAIN CONSULTING LLC

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 20, 2001

CORPORATE CREATIONS INTERNATIONAL INC

SUBJECT: CHAPTAIN CONSULTING LLC
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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted effective April 20, 2001 by the members pursuant to section 608.408, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Chastain Consulting LLC

Old Name: Chaftain Consulting LLC

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on April 16, 2001.

Article III. Address

The Company's street and mailing address is:

Chastain Consulting LLC

1036 U.S. Highway One

Unit #426

North Palm Beach FL 33408

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc.

941 Fourth Street #200

Miami Beach FL 33139 UNITED STATES

Corporate Creations International Inc.

941 Fourth Street #200

Miami Beach FL 33139

(305) 672-0686

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TALLAHASSEE, FLORIDA

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Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Management

This will be a member-managed company. The name of each member is:

STEVE CHASTAIN

1036 U.S. Highway One, Unit #426 North Palm Beach FL 33408

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Article VII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Chastain Consulting LLC

By: 
by S.T. Samuel as attorney-in-fact

Name: Steve Chastain

Title: President

Date: April 20, 2001

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

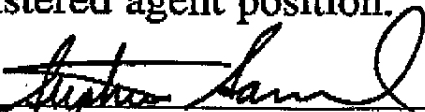
Chastain Consulting LLC

REGISTERED AGENT/OFFICE:

**Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139**

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**CORPORATE CREATIONS NETWORK INC.
Stephen T. Samuel, Vice President**

Date: April 20, 2001

**Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686**

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