

FRAZIER, HOTTE & ASSOCIATES, P.A.

ATTORNEYS AT LAW

ROBERT W. FRAZIER, Jr., Esq.
JOHN F. HOTTE, Esq.

February 28, 2002

LOI 000011597

3/4 amend

Of Counsel:
DANIEL HOTTE*, LLL
*admitted to practice
only in the Province
of Quebec, Canada

Secretary of State
Registration Section
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

LOI-11597

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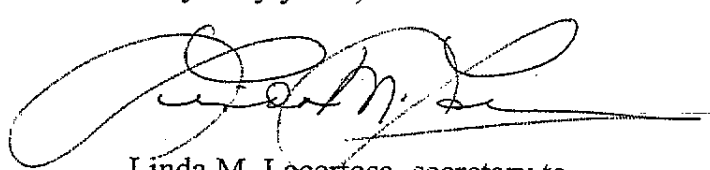
IN RE: Articles of Amendment to Articles of Organization - IRD Sales and Marketing, LLC

Gentlemen:

Enclosed please find duplicate original Articles of Amendment to Articles of Organization, together with our check in the amount of \$60.00 for filing fee and certified copy.

Should you have any questions, kindly contact me.

Very truly yours,



Linda M. Lacertosa, secretary to
ROBERT W. FRAZIER, JR., ESQ.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
IRD SALES AND MARKETING, LLC

FIRST:

The date of the filing of the Articles of Organization was July 16, 2001.

SECOND:

The following amendment to the Articles of Organization was adopted by an affirmative vote of all members of the limited liability company:

1. The Articles of Organization are hereby amended by deleting ARTICLE III - MANAGEMENT in its entirety and in lieu and instead thereof, the following ARTICLE III - MANAGEMENT shall be substituted therefor:

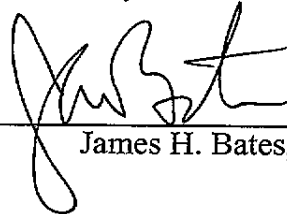
"ARTICLE III
MANAGEMENT

The Limited Liability Company is a manager-managed company and the name and address of the manager is:

James H. Bates
270 Hammock Shore Drive
South Melbourne Beach, Florida 32951"

2. The Company, as being formerly a member-managed Company, does hereby accept the resignations of all of the former managing members, to-wit: S. Martin Sadkin, Robert A. Levy and James H. Bates effective as of the 21st day of February, 2002 and the Manager of this Organization confirms the Amendment to the Articles of Organization as of the 21st day of February, 2002.

Dated this 22 day of February, 2002.



James H. Bates, Manager

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TALLAHASSEE, FLORIDA