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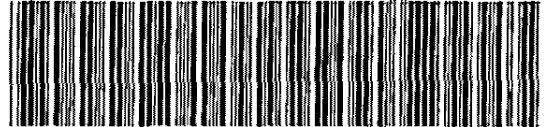
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FREEBORN & FREEBORN
ATTORNEYS AT LAW

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FLORIDA BAR CERTIFIED WILLS, TRUSTS AND ESTATES
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May 24, 2004

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

Re: Elephante & Associates, L.L.C. – Articles of Amendment to Articles of Organization

Dear Sir or Madam:

Enclosed are the Articles of Amendment to the Articles of Organization of Elephante & Associates, L.L.C., together with our check in the amount of \$30.00 covering your filing fee, and a certified copy.

Yours very truly,

ALISON K. FREEBORN

AKF:ss:22184
Enclosures

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

ELEPHANTE & ASSOCIATES, L.L.C.
(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was October 31, 2001.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

ARTICLE V

Management

The Company is to be managed by three (3) managers. The managers will serve until the first annual meeting of the members or until the managers' successors are elected and qualified. The managers are identified as: John F. Leckwart, Manager of Sales, Marketing and Consulting Services, whose address is 2865 Gloria Court, Clearwater, Florida 33761; Mary M. Leckwart, Manager of Client Services, whose address is 2865 Gloria Court, Clearwater, Florida 33761; and Charles Waide, Manager of Operations, whose address is 513 Cunningham Hollow Way, Jacksonville, Florida 32259.

Dated May 24, 2004.


Signature of a member or authorized representative of a member

John F. Leckwart
Typed or printed name of signee

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Filing Fee: \$25.00