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LIMITED LIABILITY AMENDMENT

BARRETH BUSINESS GROUP LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

BARRETH BUSINESS GROUP LLC

The Articles of Organization of Barreth Business Group LLC (the "Company") were amended by the Company's sole member on January 22, 2002. The Company is filing these Articles of Amendment to its Articles of Organization pursuant to Florida Statutes Section 608.411.

1. The name of the Company is Barreth Business Group LLC.
2. The Articles of Organization of Barreth Business Group LLC were filed on November 8, 2001.
3. There shall be a new Article IV to the Articles of Organization of Barreth Business Group LLC, which new Article IV shall provide as follows:

ARTICLE IV - Management:

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

4. The foregoing amendment to the Articles of Organization of Barreth Business Group LLC was duly adopted by the Company's sole member.

IN WITNESS WHEREOF, the undersigned member, in accordance with Florida Statutes Section 608.408(3), affirms under the penalties of perjury that the facts stated herein are true and, further, makes and subscribes these Articles of Amendment in Coconut Grove, Florida, this 22nd day of January 2002.



Ray J. Barreth, Member

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