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2004 MAY 14 P 4:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Checkout Time LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was 01/02/2002

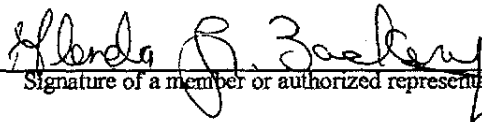
SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

Delete Nathaniel S Zackery, Jr., SS# 595-07-2377 as Member replace with Nathaniel S Zackery Sr, SS# 267-048927 as New (Managing Member). Effective upon receipt.

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TALLAHASSEE, FLORIDA

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Dated May 10, 2004



Signature of a member or authorized representative of a member

Glenda L Zackery

Typed or printed name of signee

Filing Fee: \$25.00