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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 504149 80881A
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 25.00

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ORDER DATE : March 17, 2004

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ORDER NO. : 504149-010

CUSTOMER NO: 80881A

CUSTOMER: Mr. Phil A. D'aniello
Fassett Anthony & Taylor, P.a.
1325 West Colonial Drive
Orlando, FL 32804

DOMESTIC AMENDMENT FILING

NAME: YOUNG CIRCLE GARAGE L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
YOUNG CIRCLE GARAGE L.L.C.**

FIRST: The date of filing of the Articles of Organization was: May 8, 2002, as Document No. L020086

SECOND: The following amendments to the Articles of Organization were adopted by Young Circle Garage L.L.C.

Article II - Address: The Company's street and mailing address is:

Young Circle Garage L.L.C.
36 W. 47th Street, Suite 1005
New York, NY 10036

Article III - Registered Agent: The Company's Registered Agent is:

Phil A. D'Aniello, Esq.
Fassett, Anthony & Taylor P.A.
1325 W. Colonial Drive
Orlando, FL 32804

Article IV - Members: The Company's Members, with the sole authority to act on behalf of the Company are:

Jacob Azeroual - Member
Danielle Azeroual - Member

Article V - Manager: The Company's Managing Member is:

Danielle Azeroual - Sole Managing Member

Article VI - Amendments: The Company's Articles of Organization may be amended from time to time in the future only as follows:

All Members must consent to any Amendments to the Company's Articles of Organization in writing.

Article VII - Transferability: The Company's Member may transfer or assign their interests in the Company only as follows:

No Member may transfer or assign any part of their interest or interests in the Company without the written agreement of all Members. Any assignment or transfer of a Member's interests without the written consent of all Members shall be of no effect and the assignee/transferee shall not be entitled to receive any profits of the Company or act on behalf of the Company.

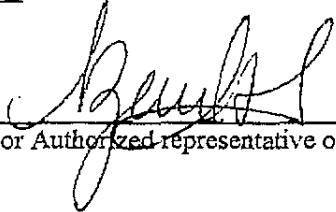
Article VIII - Authority: Authority to act on behalf of the Company shall be only as follows:

The Members and Managing Member may act on behalf of the Company and to execute and deliver all documents necessary for the operation of the Company and matters necessarily related thereto, but that any act intended to convey title or interest in real property, including any act to encumber or otherwise affect title to any real property, shall be void unless authorized in writing by all Members of the Company, unless such interest is a lease for a term of years not to exceed five (5) years in total including all renewal options.

Otherwise, the terms and conditions of all documents to be executed on behalf of the Company shall be determined by any of the Members or by the Managing Member, and the execution and delivery of any such document or instrument executed by a Member or the Managing Member shall constitute conclusive evidence that the terms and conditions contained in said documents or instruments have been approved by the Company.

Dated: March 17, 2004.

By:

A handwritten signature in dark ink, appearing to read 'Danielle Azeroual', written over a horizontal line.

Signature of Member or Authorized representative of Member

Danielle Azeroual

Typed or printed name of signee