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SECRETARY OF STATE
FALLABASSEE, FLORIDA



L. TODD BUDGEN
Admitted in Florida, before
the U.S. Middle District Court of Florida
and the 11th Circuit U.S. Court of Appeals

PATRICK H. WILLIS
Admitted in Florida,
Tennessee, and before the U.S.
Middle District Court of Florida

January 29, 2003.

Florida Department of State Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Articles of Amendment

Dear Sir or Madam:

I have enclosed Articles of Amendment for Budgen & Willis, P.L. I have also enclosed a check for \$55, to pay for the filing fee and one Certified Copy. Thank you for your assistance.

Sincerely,

L. Todd Budgen

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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF BUDGEN & WILLIS, P.L.



(Hereinafter to be known as BUDGEN LAW FIRM, P.L.)

First: The date of filing of the Articles of Organization was June 2, 2002.

Second: The following amendments to the articles of organization were adopted professional limited liability company:

Article I - The name of the Professional Limited Liability Company is charged Budgen & Willis, P.L. to the following: Budgen Law Firm, P.L.

Article II - Purpose of the Professional Limited Liability Company and the scope of its powers.

Budgen Law Firm, P.L., is organized for the purpose of carrying on the practice of law, a professional service. It shall be the aspiration and practice of Budgen Law Firm, P.L. to represent the interests of its clients in both a highly ethical and zealous manner. Budgen Law Firm, P.L. has the power to engage in any lawful purpose consistent with its status as a Professional Limited Liability Company, as provided in Chapter 621, Florida Statutes. Budgen & Willis, P.L. also has the full range of powers of a Limited Liability Company as provided in Section 608.404, Florida Statutes.

Article III - Mailing and street address of principal office:

Budgen Law Firm, P.L. 1800 Pembrook Drive, Suite 300 Orlando, FL 32810 (both mailing and street address)

Article IV - Name of registered agent and address of registered office.

Registered agent:

L. Todd Budgen

Registered office:

Budgen Law Firm, P.L.

1800 Pembrook Drive, Suite 300

Orlando, FL 32810

Having been named as registered agent and to accept service of process for the above stated Professional Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I

further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and l am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

L Pool Ludgest Signature of registered agent

Article V- Management of Budgen Law Firm, P.L.

Management responsibilities and voting rights will by vested in its members:

Article VI- Special voting rights of founding members

Budgen Law Firm, P.L.'s founding member at the time of these Amended Articles is L. Todd Budgen. This founding member shall have a special veto power over any decisions of the company. This provision should not be construed as inconsistent with any provision in the Operating Agreement that provides for a system of management by majority vote. Rather, the intended effect is to require that the majority vote must include the vote of the founding members.

Article VII- Issues not addressed by Articles of Organization

Any issues not addressed by these Articles of Organization shall be controlled by the Operating Agreement of Budgen Law Firm, P.L. These issues shall include, but are not limited to the following: voting rights, voting classes, dissolution, the sharing of profits and losses, contributions, distributions, withdrawal of members, addition of new members, effect of bankruptcy on membership status, indemnification rights, liability upon wrongful distributions, assignment of interests and rights of dissenting members.

Article VIII- Effective date of Budgen Law Firm, P.L.

The effective date of these Articles of Amendment to Articles of Organization shall be February 1, 2003. This date is within five days prior to the filing of these Articles of Organization.

Signature of Former Member Patrick H. Willi

Signature of Member, L. Took Budger