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

ARCHIE'S BICKELL, LLC

DOCUMENT NUMBER: L02000014911
ORIGINAL FILE DATE: 06/14/2002

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Pursuant to Section 608, Florida Statutes, the undersigned limited liability company adopts the following articles of amendment to its articles of incorporation:

FIRST: Management shall be amended as follows:

MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

FOOD DEVELOPMENT CORPORATION, 50 SW 10th St., Suite 812, Miami, FL 33130
LATIN CARIBBEAN RESORTS, INC., 50 SW 10th St., Suite 812, Miami, FL 33130

SECOND: Profits and Losses shall read as follows:

PROFITS AND LOSSES

Profit Distribution. The members shall be entitled to the net profits arising from the operation of the limited liability company business, that remain after the payment of the expenses of conducting the business activity of the limited liability company. Each member shall be entitled to a distributive part of the profits as follows:

FOOD DEVELOPMENT CORPORATION	90%
LATIN CARIBBEAN RESORTS, INC	10%

The distributive part of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being the date of the filing of these Articles.


Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the

business, or, if these sources are insufficient to cover such losses, by the members in same Profit Distribution percentages as established in this Article

THIRD: The name and address of the company officers and managers are as follows

President and Manager- Ignacio Maldonado
50 SW 10th St., Suite 812, Miami, FL 33130

FOURTH: The amendment was adopted by all members of the limited liability company on this 15th day of February, 2006.


Ignacio Maldonado
President

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