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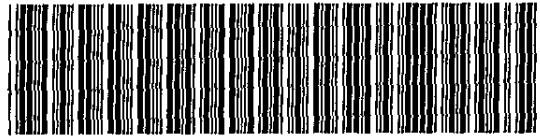
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

*B/K*

**SPOTTSWOOD, SPOTTSWOOD AND SPOTTSWOOD**

**ATTORNEYS AND COUNSELORS AT LAW**

**500 FLEMING STREET**

**POST OFFICE BOX 1900**

**KEY WEST, FLORIDA 33041-1900**

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**OF COUNSEL:**

**JOHN M. SPOTTSWOOD (1920-1975)**

**ROBERT A. SPOTTSWOOD**

October 29, 2002

DEPARTMENT OF STATE

Division of Corporations

409 E. Gaines Street

Tallahassee FL 32399

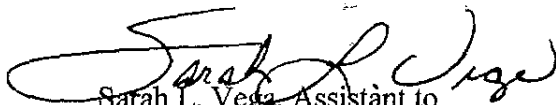
RE: Articles of Amendment to Articles of Organization of  
Keys Free money, LLC

Dear Sir or Madam:

Enclosed are Articles of Amendment and our firm's check in the amount of \$25.00 which represents filing fee. Please forward a copy of filed articles to our office for our records.

If you have any questions please do not hesitate to contact our office.

Sincerely,



Sarah L. Vega, Assistant to  
ERICA N. HUGHES, Esq.  
For the Firm

/slv

Enclosures

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SEC. OF STATE  
TALLAHASSEE, FLORIDA

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

Keys Free Money, L.L.C.  
(Present Name)  
(A Florida Limited Liability Company)

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STATE  
TREASURER, FLORIDA

**FIRST:** The date of filing of the articles of organization was July 24, 2002

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

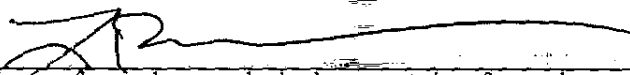
Article IV shall be amended to provide that Management of this Limited Liability Company is reserved to its Members, whose names and addresses are as follows:

Lanny Gardner	27205 Oversea Highway Ramrod Key, Florida 33042
Farida Hamid	143 Golf Club Drive Key West, Florida 33040
James R. Clark	P.O. Box 1686 Key West, Florida 33041

Article VII, Profits and Losses, shall be amended so that each Member shall be entitled to the distributive share of the profits specified as follows:

Lanny Gardner	33 1/3%
Farida Hamid	33 1/3%
James R. Clark	33 1/3%

Dated 10-22, 2002

  
Signature of a member or authorized representative of a member

LANNY P. GARDNER  
Typed or printed name of signee

Filing Fee: \$25.00