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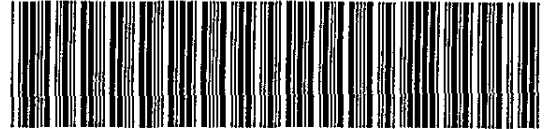
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TALLAHASSEE, FLORIDA

102-32497
JR



FOWLER WHITE BOGGS BANKER

ATTORNEYS AT LAW

ESTABLISHED 1943

MICHAEL E. GOODBREAD, JR.
DIRECT DIAL: 904-598-3128
MGOODBREAD@FOWLERWHITE.COM

January 21, 2005

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

Re: Global Innovation Supply, LLC

Dear Sir or Madam:

Enclosed for filing is a copy of the Articles of Amendment to Articles of Organization of Global Innovation Supply, LLC, and a check for \$25.00 to cover the filing fee.

Please kindly return a copy of the filing to the undersigned at your convenience in the enclosed self-addressed stamped envelope.

Thank you for your assistance.

Sincerely,


Michael E. Goodbread, Jr.

MEG:lmr
#1684709v1
Enclosures

cc: Ms. Pilar Verges (w/o enc.)

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TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
GLOBAL INNOVATION SUPPLY, LLC**

1. The name of the limited liability company is Global Innovation Supply, LLC (the "LLC").
2. The Articles of Organization of the LLC were filed on December 4, 2002.
3. Article 1 of the Articles of Organization of the LLC is hereby amended in its entirety to read as follows:

**"ARTICLE I.
NAME**

The name of the limited liability company (the "Company") is
Astral Pool Jacksonville LLC."

4. The foregoing amendment shall become effective upon filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned officer of the aforesaid limited liability company has executed these Articles of Amendment this 21 day of January, 2005.

GLOBAL INNOVATION SUPPLY, LLC,
a Florida limited liability company

By _____

Print: PILAR VERGEZ

Its: DIRECTOR

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TALLAHASSEE, FLORIDA

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