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LIMITED LIABILITY AMENDMENT

H.F.S. U.S.A., LLC

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DIVISION OF CORPORATION

12/7/05

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
H.F.S. U.S.A., LLC**

1. The name of the Limited Liability Company is H.F.S. U.S.A., LLC.
2. The Articles of Organization were filed on January 27, 2003.
3. Pursuant to Section 608.411, Florida Statutes, Article I, "Name," of the Articles of Organization of the Limited Liability Company is hereby amended to read as follows:

"ARTICLE I - Name:

The name of the Limited Liability Company is "HFS-USA Retail, LLC."

IN WITNESS WHEREOF, the undersigned, as a Member of the Limited Liability Company, has executed these Articles of Amendment this 1 day of December, 2005.


MARC CHAMBERLAND
Manager and sole Member

FTL 792643.1
11/30/05

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