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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Acorn Real Estate Income
(Corporation Name) (Document #)

2. Properties LLC
(Corporation Name) (Document #)

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

ACORN REAL ESTATE INCOME PROPERTIES, LLC

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FIRST: The date of filing of the articles of organization was February 10, 2003.

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

1. The name of the LLC shall change to: Indian River City Wine Club, LLC
2. The principal address and mailing address shall change to: 4747 South Washington Avenue, Suite 166, Titusville, Florida 32780

DATED: November 13, 2003


Signature of Member or Authorized Representative of Member

BRIAN M. FINEC

Typed or Printed Name of Signee