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Division of Corporations

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From:

Account Name : LAW OFFICE OF TIMOTHY C. SCHULER  
Account Number : I19990000239  
Phone : (727) 398-0011  
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**LIMITED LIABILITY AMENDMENT**

**PHOENIX TRIANGLE, LLC**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

December 8, 2004

PHOENIX TRIANGLE, LLC  
531 BOCA CIEGA PT SO.  
SAINT PETERSBURG, FL 33708

SUBJECT: PHOENIX TRIANGLE, LLC  
REF: L03000005994

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

December 9, 2004

PHOENIX TRIANGLE, LLC  
531 BOCA CIEGA PT SO.  
SAINT PETERSBURG, FL 33708

SUBJECT: PHOENIX TRIANGLE, LLC  
REF: L03000005994

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

I'm sorry when I resent this to you yesterday I sent it as Michelle Hodges sent it to you on December 3rd. However she failed to mention that we need the additional information. Please read below.

The document must contain the original date of filing/authorization in Florida.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing  
Document Specialist

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DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF AMENDMENT**  
**OF**  
**PHOENIX TRIANGLE, LLC**

WHEREAS, Phoenix Triangle, LLC was first <sup>organized</sup> incorporated as a Multi-Member Limited Liability Company operating in the State of Florida; and <sup>on 2-18-03, under # L03000005994</sup>

WHEREAS, subsequent to its <sup>organization</sup> incorporation, one of its managing Members, Sam Davis, resigned and relinquished all of his Membership Interests in the Company; and

WHEREAS, the remaining Member, Cindy McFerrin, then amended the Articles of Organization and Operating Agreement to reflect the transition to a Single Member LLC; and

WHEREAS, Cindy McFerrin is now desirous of adding her son, William Joseph McFerrin, to the Company as a Minority Member;

NOW THEREFORE, in consideration of the mutual promises contained herein and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, it is agreed as follows:


1. William Joseph McFerrin shall be and is hereby awarded a Membership Interest of three percent (3%) of the Company, Cindy McFerrin retaining ninety-seven percent (97%).
2. The Operating Agreement for Phoenix Triangle, LLC is once again amended to delete the restated Operating Agreement adopted on July 8, 2003, and re-adopts the original Operating Agreement adopted on March 4, 2004.

IN WITNESS WHEREOF, the undersigned executed and signed these Articles of Amendment on the dates as indicated.

Cindy McFerrin  
320 Coffee Pot Riviera NE  
St. Petersburg, FL 33704

William J. McFerrin  
823 Violet St.  
Baton Rouge, LA 70802

PHOENIX TRIANGLE, LLC

  
By: Cindy McFerrin, as its  
Managing Member

  
Cindy McFerrin

  
William Joseph McFerrin,

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STATE OF FLORIDA:  
COUNTY OF PINELLAS:

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of November, 2004, by Cindy McFerrin, as managing member of Phoenix Triangle, LLC, who is personally known to me, and who acknowledged the foregoing as a true and correct copy of Articles of Amendment of Phoenix Triangle, LLC, duly adopted by its members.



Timothy C. Schuler  
MY COMMISSION # 00237975 EXPIRES  
September 14, 2007  
BONDED THROUGH FARM INSURANCE, INC.

  
Timothy C. Schuler, Notary Public  
State of Florida at Large  
My commission expires 9-14-2007

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TALLAHASSEE COUNTY