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LIMITED LIABILITY AMENDMENT

FERRELL SCHULTZ CARTER ZUMPARNO & FERTEL - VENEZUELA

DIVISION OF CORPORATIONS

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
Ferrell Schultz Carter Zumpano & Fertel – Venezuela, LLC
(a Florida Limited Liability Company)**

First:

The name of this Florida limited liability company is Ferrell Schultz Carter Zumpano & Fertel -
Venezuela, LLC (the "Company").

Second:

The Company's Articles of Organization were filed on July 10, 2003.

Third:

The following amendment(s) to the Articles of Organization was/were adopted by the Company:

Articles I of the Articles of Organization of the Company is hereby deleted in its entirety and
replaced with the following:

ARTICLE I

The name of the Limited Liability Company is:

FERRELL SCHULTZ CARTER ZUMPARO & FERTEL - VENEZUELA - U.S.A., LLC

The undersigned executed these Articles of Amendment on the date shown below:

MEMBER:

Ferrell Schultz Carter Zumpano & Fertel, P.A.

By: _____

Joseph L. Zumpano, Vice President

Date: _____

8-25-03

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STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF
DADE