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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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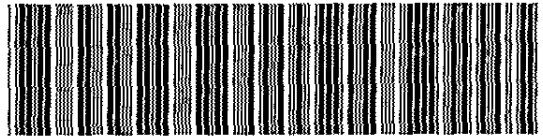
(Business Entity Name)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAR 24 2004

P.S.C.M.

PIERO SALUSSOLIA CORPORATE MANAGEMENT, INC.

1548 BRICKELL AVENUE
MIAMI, FLORIDA 33129

TELEPHONE: (305) 373-7016
FACSIMILE: (305) 373-7017
PSCM@SALUSSOLIAASSOCIATES.COM

March 9, 2004

Via Mail

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

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: ArteCity Governor LLC

Dear Sir/Madam:

Enclosed herewith please find an original and two copies of Certificate of Amendment regarding the above referenced limited liability company along with check in the amount of \$55.00 as payment of the required fees. Please file the amendment and forward a certified copy of same at the following address:

Piero Salussolia Corporate Management, Inc.
1548 Brickell Avenue – Suite 300
Miami, Florida 33129
Attn.: Alessia Marelli
Phone: (305) 381 7770
Fax: (305) 644 4577

Your attention in expediting this matter is greatly appreciated, and should you have any questions regarding the above, please do not hesitate to contact our office.

Sincerely,

P.S.C.M., INC.


Alessia Marelli

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
AVALON GOVERNOR L.L.C.**

(a Florida Limited Liability Company, [the "Company"])

1. The date of filing of the Articles of Organization was July 16, 2003.
2. The following amendment to the Articles of Organization was adopted by the limited liability company:

Article I of the Article of Organization of Avalon Governor L.L.C. is hereby amended in its entirety to read as follows:

"The name of the limited liability company is ARTECITY GOVERNOR L.L.C."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of March 4th, 2004.

MUSEUM PARK, LC., a Florida limited liability company, as Manager

By: FERTWO, INC., a Florida corporation, in its capacity as Managing Member

By: _____

Alessandro Ferretti, President

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