203000028224

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 22, 2003

SARA LEA CSC TALLAHASSEE, FL

SUBJECT: PHOTOWALK PRODUCTIONS, LLC Ref. Number: L03000028224

FILED MIR

We have received your document for PHOTOWALK PRODUCTIONS, LLC and the authorization to debit your account in the amount of \$25.00. However, the document has not been filed and is being returned for the following:

Please note that we will only list MANAGING MEMBERS on our computer. Are these "new members" managing members. If so, please state that in your amendment. If they are non-managing members, that should also be stated.

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) 245-6914.

Buck Kohr Document Specialist

Letter Number: 803A00068162

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ACCOUNT NO. : 0721000	00032
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AUTHORIZATION :

REFERENCE : 368779 5840A latricia COST LIMIT : \$ 25.00 ______

ORDER DATE : December 19, 2003

ORDER TIME : 2:24 PM

ORDER NO. : 368779-005

CUSTOMER NO: 5840A

CUSTOMER: Ms. Dorthea Depace Steven I. Greenwald, P.a. Suite 105 6971 N. Federal Highway Boca Raton, FL 33487 _____

DOMESTIC AMENDMENT FILING

NAME: PHOTOWALK PRODUCTIONS, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914 EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
PHOTOWALK PRODUCTIONS, LLC
(a Florida Limited Lisbility Company)

FIRST: The date of filing of the Articles of Organization was July 31, 2003.

SECOND: The following amendment to the Articles of Organization was adopted by the Limited Liability Company:

THIRD: By adding the following new Members to ARTICLE V

follows: All members below are managing members.

Adding: ROBERT COMPARATO 5-199 NORTH FEDERAL HIGHWAY SUITE M BOCA RATON, FL. 33487

MARK NESTLER

JOHN POLETTO

SHAWN VERNE

5499 NORTH FEDERAL HIGHWAY SUITE M EOCA RATON, FL. 33487

5499 NORTH FEDERAL HIGHWAY

5499 NORTH FEDERAL HIGHWAY

EIOCA RATON, FL. 33487

BOCA RATON, FL. 33487

DATED:

OPHER CERAOLO CHRIS MEMBER

SUITE M

SUITE M