

Division of Corporations

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L030 000029345

Florida Department of State
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LIMITED LIABILITY AMENDMENT**THE PAWN SHOP LOUNGE, LLC**

Certificate of Status	0
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
THE PAWN SHOP LOUNGE, LLC**

FIRST: The name of the Limited Liability Company is The Pawn Shop Lounge, LLC (the "Company") filed on August 8, 2003, Charter # L03000029345.

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

THIRD: Article I of the Company's Articles of Organization is hereby deleted and replaced by a new Article I, as follows

"ARTICLE 1:

The name of the Limited Liability Company is Pawn Shop Lounge Miami, LLC"

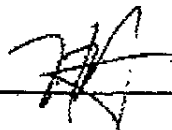
FOURTH: Except as hereby amended, the Articles of Organization of the Company shall remain the same.

FIFTH: The effective date of this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Organization as of this ____ day of December, 2003.

THE PAWN SHOP LOUNGE, LLC

By: _____



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