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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Winkler Holdings LLC

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AMENDED ARTICLES OF ORGANIZATION

OF

WINKLER HOLDINGS, L.L.C.

A Florida Limited Liability Company

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- FIRST:** The date of the filing of the Articles of Organization was August 11, 2003.
- SECOND:** The following Amendments to the Articles of Organization were adopted by the limited liability company:
- ARTICLE IX - MANAGEMENT is hereby amended to add as additional Manager and his address as follows: Alan Brass, 8181 W. Broward Boulevard, Suite 350, Plantation, Florida 33324.
- THIRD:** In all other respects, the Articles of Organization remain unchanged and in full force and effect.

Dated: November 17, 2003.

WINKLER HOLDINGS, L.L.C.

By: [Signature]
Hank Thomas, Initial Manager

By: [Signature]
Alan Brass, additional new Manager

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Hank Thomas who after being duly sworn, acknowledged that he executed the foregoing Amended Articles of Organization for the purposes therein expressed.

Dated at Boca Raton, Palm Beach County, Florida, this 17 day of November, 2003.



Ronald B. Lewis
My Commission DD216787
Expires July 09, 2007

[Signature]
Notary Public/State of Florida

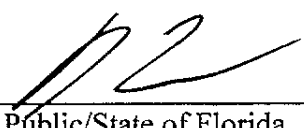
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Alan Brass who after being duly sworn, acknowledged that he executed the foregoing Amended Articles of Organization for the purposes therein expressed.

Dated at Plantation, Broward County, Florida, this 12 day of November, 2003.



Ronald B. Lewis
My Commission 06216787
Expires July 09, 2007



Notary Public/State of Florida