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Winkler Holdings III, LLC

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<u>ARTICLES OF AMENDMENT</u>
<u>TO</u>
<u>ARTICLES OF ORGANIZATION</u>
<u>OF</u>
<u>WINKLER HOLDINGS III, LLC</u>

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<u>FIRST</u>: The date of the filing of the Articles of Organization was September 16, 2003.

<u>SECOND</u>: The following Amendments to the Articles of Organization were adopted by the limited liability company:

> **<u>ARTICLE I - NAME</u>** is hereby amended <u>to change the address</u> as follows: The principal place of business of the Company in Florida shall be located at 9200 Bay Harbor Terrace, Suite 5B, Bay Harbor Island, FL 33154, and the mailing address shall be the same.
>
> **<u>ARTICLE IV - REGISTERED AGENT</u>** is hereby amended to <u>change the Registered Agent and registered address</u> as follows: The name and street address of the registered agent of the Company in the State of Florida is Hank Thomas, 9200 Bay Harbor Terrace, Suite 5B, Bay Harbor Island, FL 33154.
>
> **<u>ARTICLE IX - MANAGEMENT</u>** is hereby amended to <u>change the Operating Manager and his address</u> as follows: The name and address of the Operating Manager of the Company is Hank Thomas, 9200 Bay Harbor Terrace, Suite 5B, Bay Harbor Island, FL 33154.

<u>THIRD</u>: In all other respects, the Articles of Organization remain unchanged and in full force and effect.

Dated: October 20, 2003.

WINKLER HOLDINGS III, LLC

By: James L. Bearden
James L. Bearden, Esq., Initial Manager

By: ______________________
Hank Thomas, as new Operating Manager

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me personally appeared JAMES L. BEARDEN, ESQ., to me well known to be the person who subscribed the above Articles of Organization, and he freely and voluntarily acknowledged before me according to law that he made the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal on this 20th day of October, 2003.

Connie M. Lambert
Notary Public, State of Florida
My Commission Expires:

(X) Personally known or ( ) Produced Identification
Type of Identification:_______________

OFFICIAL NOTARY SEAL
CONNIE M LAMBERT
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC972764
MY COMMISSION EXP. OCT. 4,2004

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me personally appeared HANK THOMAS, to me well known to be the person who subscribed the above Articles of Organization, and he freely and voluntarily acknowledged before me according to law that he made the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal on this 20th day of October, 2003.

Lisa A. Krest
Commission #DD238962
Expires: Aug 05, 2007
Bonded Thru
Atlantic Bonding Co., Inc

Notary Public, State of Florida
My Commission Expires:

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Amendment to Articles of Organization of WINKLER HOLDINGS III, LLC as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.

Hank Thomas, Registered Agent

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