

L03000049133

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(City/State/Zip/Phone #)

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(Business Entity Name)

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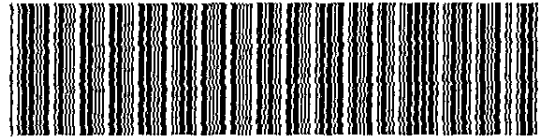
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Acknowledgement

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Verifier

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12/22/03--01050--003 **25.00

03 DEC 22 PM 5:30

FILED
SECRETARY OF STATE
TAS

Creative Ventures, LLC

Phone: (727) 542-7001 * Fax: (727) 823-0687

December 18, 2003

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

To Whom It May Concern:

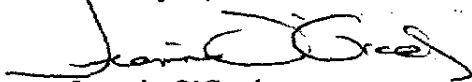
Please find enclosed a check in the amount of \$25.00 together with the Articles of Amendment to Articles of Organization for Creative Ventures, LLC.

Please note; there are two different Articles to Amendment enclosed. I would like to record the one that has an effective of December 10, 2003, however this is not on the format printed from the State of Florida's website. If you cannot accept this format, please record the Articles of Amendment with an effective date of December 9, 2003.

Is it possible that you record both of these together?

If you have any question, please contact me at any time.

Thank you,



Jeannie O'Grady

Registered Agent and Managing Member

03 DEC 22 PM 5:30

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Of

Creative Ventures, LLC

First: The date of filing of the articles of organization was December 1, 2003

SECOND: The following amendment(s) to the articles of organization was/were adapted by the limited liability company:

I. Both parties under the original Articles of Organization of Creative Ventures, LLC as first filed and reflects the following; Jeannie M. O'Grady as Registered Agent and Gary Orthner, as Manager

By signing below, both Jeannie M. O'Grady and Gary Orthner agree that Creative Ventures, LLC was organized under the laws of the state of Florida, filed electronically on December 1, 2003, effective December 1, 2003 and issued the document number L03000049133, under the name of Creative Ventures, LLC that it is agreed to and understood by both Jeannie M. O'Grady and Gary Orthner that the purpose and intention of Creative Ventures, LLC includes a 50% partnership between the original Registered Agent, Jeannie M. O'Grady and original Manager, Gary Orthner of Creative Ventures, LLC and a 50% ownership in any and all property, real property and/or business arrangements made by Creative Ventures, LLC, including, but not limited to the purchase and ownership of property located at: 3100 4th Street N. St. Petersburg, Florida

It is Agreed and understood by both Jeannie M. O'Grady and Gary Orthner that the Articles of Organization for Creative Ventures, LLC has been amended to adapt the following in order to confirm the above statement;

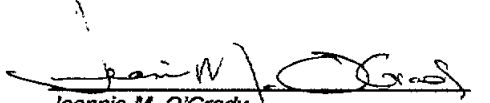
Jeannie M. O'Grady - Managing Member


Gary Orthner, Managing Member and Chief Executive Manager

Both Jeannie M. O'Grady and Gary Orthner have a 50% partnership/ownership in Creative Ventures, LLC

This agreement shall be binding upon the parties, their successors, assigns and personal representatives. Time is of the essence on all undertakings. This agreement shall be enforced under the laws of the State of Florida. This is the entire agreement.


Effective date: December 10, 2003


Jeannie M. O'Grady
 [typed or printed name]


Gary Orthner
 [typed or printed name]

Signed in the presence of:

Subscribed and sworn to before me, this 10th day of DEC., 2003

[Notary Seal:]

 [signature of Notary]
CASSANDRA JONES
 [typed name of Notary]

NOTARY PUBLIC



Cassandra W. Jones
 My Commission DD110723
 Expires May 12, 2008

My commission expires: _____, 20____

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 DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Creative Ventures, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was December 1, 2003.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

1) Add Member:

Managing member: Jeannie M. O'Grady

2) Change existing MGR as follows:

Chief Executive Manager: Gary Orthner

3) 50% Partnership

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TALLAHASSEE, FLORIDA

effective

✓ Dated December 9, 2003



Signature of a member or authorized representative of a member

GARY ORTHNER

Typed or printed name of signee

Filing Fee: \$25.00