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LO3-49729

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Amend &
Restated w/
name change

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M. HODGES

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The MONTGOMERY Law Firm

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April 20, 2006

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, FL 32314

RE: **Articles of Amendment for Karen Santos, L.L.C.**

Dear Sir or Madam:

Enclosed please find the following:

1. This original Articles of Amendment for Karen Santos, L.L.C. changing the name of the L.L.C. to Karen's Painting, L.L.C. and adding two additional members;
2. Our check in the amount of \$25 as payment for the fees for filing the above referenced articles of amendment.

Please file the Articles of Amendment.

If there are any questions or problems, please contact the undersigned. The most efficient means of such contact is by e-mail to: MontgomeryLaw@aol.com.

Thank you.

Sincerely,


David Paul Montgomery, Esquire

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
Of**

**Karen's Painting, L.L.C.
to change name from Karen Santos, L.L.C.
and to add members**

Karen Santos, the undersigned, does hereby amend and restate the Articles of Organization, which, originally, were filed on **November 24, 2003**, with an effective date of **November 19, 2003**, of this Limited Liability Company, **Karen Painting, L.L.C. (formerly known as Karen Santos, L.L.C.)**, which Limited Liability Company is operating for profit by and under the provisions of the statutes of Florida appertaining and providing for the liabilities, rights and privileges as a Limited Liability Company operating for profit, and, in accordance with Section 608.411 of the Florida Statutes, does hereby duly make, subscribe, execute, acknowledge and file these Amended and Restated Articles of Organization and does hereby declare, state and certify:

ARTICLE I.

The name of this Limited Liability Company, formerly known as **Karen Santos, L.L.C.**, shall now be known as:

Karen's Painting, L.L.C.

ARTICLE II.

The mailing address and street address of the principal office of this Limited Liability Company is:

**Karen's Painting, L.L.C.
6029 30th Avenue West
Bradenton, FL 34209**

ARTICLE III.

The Articles of Organization of this Limited Liability Company, originally, were filed on November 23, 2003, with an effective date of November 19, 2003. Pursuant to Section 608.411 of the Florida Statutes, these Amended and Restated Articles of Organization shall be effective as of April 13, 2006. This Limited Liability Company shall have perpetual existence unless sooner dissolved as may be directed by law.

ARTICLE IV.

The Limited Liability Company may transact any and all lawful business for which Limited Liability Companies may be organized under the Florida Limited Liability Company Act.

ARTICLE V.

The amount of capital with which this Limited Liability Company began business and shall continue to transact business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI.

The street address of the registered office of this Limited Liability Company is **6029 30th Avenue West, Bradenton, FL 34209** and the name of the registered agent of this Limited Liability Company at that address is **Karen Santos**. Members may from time to time move the principal office to any other address in the State of Florida.

This Limited Liability Company had one Member initially. Pursuant to consent, in writing, in accordance with the requirements of Section 608.4232 of the Florida Statutes, from a majority of the members in interest, this Limited Liability shall have three additional members, as more fully described below. The number of Members of this Limited Liability Company may be increased or decreased from time to time, but which number of Members shall never be less than one.

ARTICLE III.

The name and post office addresses of the initial member of this Limited Liability Company, is:

**Karen Santos
6029 30th Avenue West
Bradenton, FL 34209**

Pursuant to consent, in writing, in accordance with the requirements of Section 608.4232 of the Florida Statutes, from a majority of the members in interest, this Limited Liability shall have three additional members whose names and post office addresses are as follows:

**Jamie Gulledge
6029 30th Avenue West
Bradenton, Florida 34209**

**Eric Starinovich
5907 32nd Avenue West
Bradenton, Florida 34209**

ARTICLE IV.

The percentage ownership of the members of this Limited Liability Company, are as follows:

Member:**Percentage Ownership:****Karen Santos****Eighty Percent (80%)****Jamie Gulledge****Ten Percent (10%)****Eric Starlinovich****Ten Percent (10%)****ARTICLE V.**

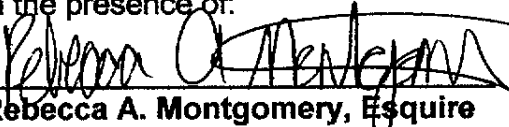
The Managing Member of this Limited Liability Company is **Karen Santos**.

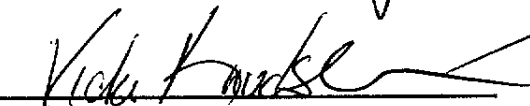
ARTICLE VI.


These Amended and Restated Articles of Organization may be amended in a manner provided therefore by the laws of the State of Florida. Each amendment to these Amended and Restated Articles of Organization shall be proposed by one or more of the members of this Limited Liability Company. Any questions or motion, or action of the members of this Limited Liability Company shall be decided by a majority in interest of the members entitled to vote thereon. An Operating Agreement may be promulgated, adopted, amended, changed or deleted by the members of this Limited Liability Company. The business affairs of this Limited Liability Company shall be conducted by the Members, by vote of the majority in interest of the members. This Limited Liability Company shall have and enjoy all of the rights, privileges and immunities of a Limited Liability Company operating under the laws of the State of Florida, appertaining thereto at the time of the organization hereof and any amendments thereto.

IN WITNESS WHEREOF, the undersigned Managing Member has executed the foregoing Amended and Restated Article of Organization on **April 13, 2006**.

Signed, sealed and delivered
in the presence of:


Rebecca A. Montgomery, Esquire


Vicki Knudsen

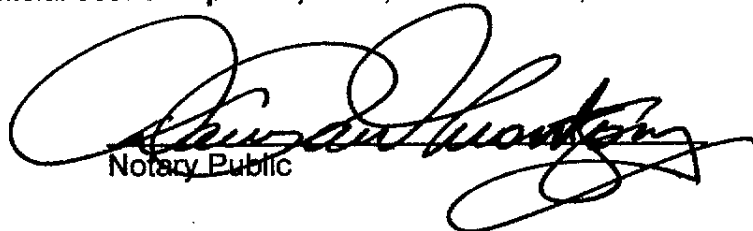

Karen Santos, Managing Member
of Karen's Painting, L.L.C.

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared **Karen Santos**, Managing Member of Karen's Painting, L.L.C., who is personally known to me or who produced FL. DL. S532-317-64-809-5 (type and number) as identification and who, upon first being duly sworn, deposed and said that Managing Member has read the foregoing Amended and Restated Articles of Organization and that the Managing Member has executed the same as the free and voluntary act of the Managing Member.

WITNESS my hand and official seal on **April 13, 2006**, at Bradenton, Florida.




Notary Public