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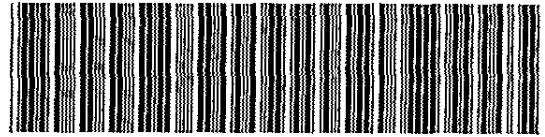
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN APR - 5 2004

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March 22, 2004

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399


Re: Miami Spirits Group, LLC

To Whom It May Concern:

Enclosed are Articles of Amendment to Articles of Organization for Miami Spirits Group, LLC to be filed with the Secretary of State. Also enclosed is our Firm's trust account check number 4681 in the amount of \$25.00 representing filing fee.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Debbie Sabino
Legal Secretary for Steven W. Zelkowitz, Esq.

DES
Enclosures

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
FOR
MIAMI SPIRITS GROUP, LLC**

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TALLAHASSEE, FLORIDA

First: The date of filing of the Articles of Organization was February 5, 2004.

Second: The following amendment to the Articles of Organization was adopted by the limited liability company:

Article V of the Articles of Organization is hereby deleted in its entirety and replaced by the following:

ARTICLE V. MANAGEMENT:

The Limited Liability Company is to be managed by the Members and the names and addresses of the Members are:

Nina Boniske
1213 Sunset Harbor Drive, #113
Miami Beach, FL 33139

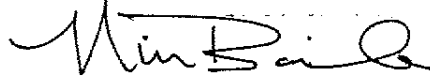
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2971 N.E. 16th Avenue
Oakland Park, FL 33334-5211

Suzanne Singer
300 Meridian Avenue, #3
Miami Beach, FL 33139

Allison Nash Zelkowitz
420 N.E. 95th Street
Miami Shores, FL 33138

Steven Zelkowitz
420 N.E. 95th Street
Miami Shores, FL 33138

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Amendment the 12th day of March, 2004.



Nina Boniske

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