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LIMITED LIABILITY AMENDMENT

SMART INVESTMENTS OF MIAMI, LLC

Certificate of Status	0
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DIVISION OF CORPORATION

**AMENDMENT TO  
ARTICLES OF ORGANIZATION  
OF  
SMART INVESTMENTS OF MIAMI, LLC**

The undersigned, ARTHUR J. FURIA, the Authorized Representative of SMART INVESTMENTS OF MIAMI, LLC a Florida limited liability company (the "Company") filed on March 31, 2004 and registered under document number L04000024824 hereby certifies:

1. The name of this company is SMART INVESTMENTS OF MIAMI, LLC.
2. Pursuant to Article IX of the Company's Articles of Formation and Section 608.411 of the Florida Statutes, Article IV is hereby amended to reflect a change with the names and address of the Mangers of the Company. Accordingly, Article IV is hereby amended in its entirety to read as follows:

Article IV  
Management

Unless otherwise provided in the Regulations and Operating Agreement of the Company, the Company shall be manager managed. The initial managers and address are:

Maria A. Hernandez  
11265 S.W. 32<sup>nd</sup> Street  
Miami, Florida 33165

Maria Barroso  
14430 Glencairn Road  
Miami Lakes, Florida 33016

THIS INSTRUMENT PREPARED BY:

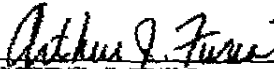
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3. Except as above amended hereby, the Articles of Organization of the Company, as filed with the Florida Department of State, shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, as Authorized Representative of the Company, has duly executed this Amendment to the Articles of Organization this 15<sup>th</sup> day of June, 2004.

  
\_\_\_\_\_  
ARTHUR J. FURIA, Authorized Representative

MIAMI 390435.1