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2004 MAY 28 P 1:08

SECRETARY OF STATE



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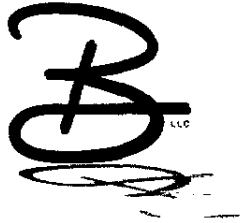
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BRESSLER VENTURE MANAGEMENT



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 21, 2004

Limited Liability Company Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Filing of Amendment to Articles of Organization of Limited Liability Company
Billboard Lease Management, LLC
Document # L04000028542

Dear Sir/Madam:

Enclosed please find the Articles of Amendment to Articles of Organization of Billboard Lease Management, LLC, a Florida Limited Liability Company with document #L04000028542.

I have enclosed a self-addressed stamped envelope for a return of a certified copy and certificate of status along with the following fees made payable to the Department of State:

- a. \$25 Filing Fee for the Articles of Amendment
- b. \$30 Certified Copy
- c. \$5 Certificate of Status

In the event you need to contact me with any questions, you may reach me as follows:

David E. Bressler
425 West New England Ave., Suite 300
Winter Park, Florida 32789
Daytime Telephone: (407) 629-4442

Thank you in advance for your assistance on this matter.

Sincerely,

David Bressler
Managing Member

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BILLBOARD LEASE MANAGEMENT, LLC**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The date of filing of the Articles of Organization was April 6, 2004, document number L04000028542.

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

1. Article II shall be amended to reflect a new Suite Number such that it reads:

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

Billboard Lease Management, L.L.C.
425 West New England Ave., Suite 350
Winter Park, Florida 32789

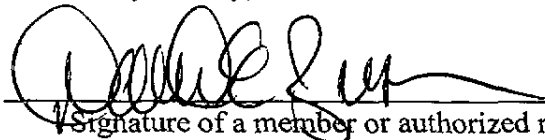
2. Article IV shall be amended to read:

The name and address of the managing members/managers are:

Title: MGRM
Bressler Venture Management, LLC
425 West New England Ave., Suite 300
Winter Park, Florida 32789

Accordingly, David E. Bressler, Petrone, LLC, and Jennifer L. Sloane are no longer Managing Members. As a result of this Amendment, Billboard Lease Management, LLC shall be Member Managed and the sole Managing Member shall be Bressler Venture Management, LLC.

Dated this 18th day of May, 2004.



Signature of a member or authorized representative of a member

David E. Bressler, Managing Member of Bressler Venture Management, LLC.

Type or printed name of signee