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## LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

## LINCOLN FINANCIAL HOLDINGS LLC

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ARTICLES OF AMENDMENT OF  
THE ARTICLES OF ORGANIZATION OF  
LINCOLN FINANCIAL HOLDINGS LLC PURSUANT TO F.S. 608.408  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

First: The date of filing of the articles of organization of LINCOLN FINANCIAL HOLDINGS LLC was May 5, 2004.

Second: The following amendment to the articles of organization of LINCOLN FINANCIAL HOLDINGS LLC should be executed as follows:

ARTICLE VII of the articles of organization will be amended to state the following:

**ARTICLE VII**

**Management**

The Company will be managed by at least one (1) manager and is, therefore, a manager-managed company. The manager shall be:

Miguel Cantor

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Dated: February 22, 2006

  
Timothy D. Richards

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Timothy D. Richards  
Manager