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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ERNEST L. MASCARA, P.A.
Law Offices

Kress Building
Suite M-8
475 Central Avenue
St. Petersburg, FL 33701

P.O. Box 266
St. Petersburg, FL 33731
Tel: (727) 896-1200
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May 20, 2004

Via UPS - Next Day Air

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

Re: T.I. Group Investments, LLC

Dear Secretary of State:

Please find enclosed the Articles of Amendment to Articles of Organization of T.I. Group Investments, LLC. Also, please find a check in the amount of \$55.00, made payable to Florida Department of State, which should cover the fees for Amendment (\$25.00) and a certified copy (\$30.00).

Please make sure that this Amendment is filed as soon as possible.

Please send the certified copy requested directly to me at the above address as soon as possible. If you have any question or need anything else, please don't hesitate to call me directly.

Very truly yours,


Ernest L. Mascara

ELM/lmn

Enclosures as noted

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2004 MAY 21 P 3
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

T.I. GROUP INVESTMENTS, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was MAY 12, 2004

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

The name and address of managing members/managers are:

Title: MGR

JOHN LODER

475 CENTRAL AVENUE, SUITE M-8

ST. PETERSBURG, FL 33701 US

Title: MGR

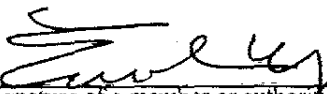
STEVEN GIANFILIPPO

475 CENTRAL AVENUE, SUITE M-8

ST. PETERSBURG, FL 33701 US

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated MAY 12, 2004



Signature of a member or authorized representative of a member

ERNEST L. MASCARA

Typed or printed name of signee

Filing Fee: \$25.00