

L04000038545

Division of Corporations

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Florida Department of State
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DIVISION OF CORPORATION

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LIMITED LIABILITY AMENDMENT

FINE ART ACQUISITIONS L.L.C.

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June 14, 2004

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Filing Articles of Amendment
FINE ART ACQUISITIONS L.L.C.
L04000038545

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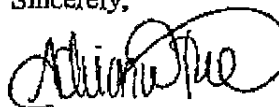
Dear Sir or Madam:

Attached for filing please find the Articles of Amendment of Articles of Organization of the above-referenced corporation. Please process this application as quickly as possible and send the confirmation letter and filed copy to me at the address below.

Legalzoom.com, Inc.
Attn: Adriana Torres
7083 Hollywood Blvd., Suite 180
Los Angeles, CA 90028

If you have any questions, please call me at (323) 962-8600 x236. Thank you for your help in this matter.

Sincerely,



Adriana Torres
LegalZoom.com

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

FINE ART ACQUISITIONS LLC.

(Present Name)
(A Florida Limited Liability Company)

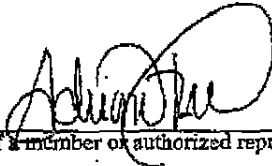
FIRST: The date of filing of the articles of organization was MAY 21, 2004

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

The name and address of managing member added is:
Title: MGR
Susan Weiner
3470 S.E. Federal Highway
Stuart, FL 34984 US

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Dated June 14, 2004



Signature of a member or authorized representative of a member

Adriana Torres, Authorized Representative

Typed or printed name of signee

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Filing Fee: \$25.00