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LIMITED LIABILITY AMENDMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 24, 2004

BENNY INVESTMENTS L.L.C.
1820 NORTH CORPORATE LAKES BLVD
SUITE 105
WESTON, FL 33326US

SUBJECT: BENNY INVESTMENTS L.L.C.
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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BENNY INVESTMENTS L.L.C.

A Florida limited liability company

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

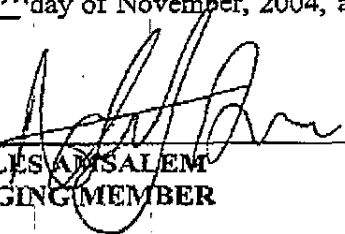
Pursuant to the provisions of Section 608, Florida Statutes, this Florida profit limited liability company adopts the following Articles of Amendment to the Articles of Organization; *filed on June 25, 2004:*

The Articles of Organization are hereby amended as follows:

ARTICLE V

Charly Amsalem, Managing Member shall be known as Charles Amsalem.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Organization this 5th day of November, 2004, at Coral Gables, Florida.


CHARLES AMSALEM
MANAGING MEMBER

Fax Audit No. H04000221697 3

Prepared by:

Carlos M. Machado, Esquire
A.S.A.P. Title Corp.
101 Madeira Avenue
Coral Gables, FL 33134