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Our File Number: 25756.09000
Writer's Direct Dial Number: (772) 288-1980
Writer's E-Mail Address: nperez-alvarez@gunster.com

August 10, 2004

VIA FEDERAL EXPRESS

Division of Corporations Florida Department of State 409 E. Gaines Street Tallahassee, FL 32399

Re: Atlantic Pacific LLC

Dear Sir/Madam:

Enclosed please find a Certificate of Amendment to Articles of Organization for the above captioned company and our firm trust account check in the amount of \$55.00. Please provide us with a certified copy of the above.

Sincerely,

Nereida Perez-Alvarez

CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

ATLANTIC PACIFIC LLC

(a Florida limited liability company)



FIRST:

The date of filing of the Articles of Organization was July 29, 2004.

SECOND:

Article 6 of the Articles of Organization is deleted in its entirety and the following amendment to the Articles of Organization was adopted by the limited liability company in substitution thereof:

"6. MANAGEMENT:

(a) Managers. This limited liability company shall be initially managed by two (2) managers, either of whom may exercise the authority of such office as if such manager was the sole manager and either such manager may bind the limited liability company. The name and address of the persons who shall serve as such until the first annual meeting of members or until a successor is or their successors are elected and qualified are as follows:

LYLY LETHI

603 N. Federal Highway

Stuart, Florida 34994

STEVAN F. BRUEHL

603 N. Federal Highway

Stuart, Florida 34994

(b) Reliance by Third Parties on Manager's Actions. Any third party shall be entitled to rely on all actions of the Manager exercising sole authority Such actions shall be conclusive evidence in favor of any person so relying."

Dated: August 6, 2004

LYLY LETHI, Member, Manager