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David M. Adelstein  
6539 Racquet Club Dr  
Lauderhill, Florida 33319  
Dadelstein@hotmail.com

Registration Section  
Florida Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

August 23, 2004

**Re:   *Articles of Amendment to Articles of Organization of ASC Ventures LLC***  
***Document No.: L04000056930***

To Whom It May Concern:

Enclosed please find the Articles of Amendment to Articles of Organization of ASC Ventures LLC, assigned document number L04000056930. Also find a Thirty (\$30.00) Dollar fee which shall be used for the filing fee and a Certificate of Status.

Please contact me if you have any queries is this regard.

Very truly yours,



David M. Adelstein, Esq.

**ARTICLES of AMENDMENT  
TO  
ARTICLES of ORGANIZATION  
OF  
ASC VENTURES LLC**

**FIRST:** The Articles of Organization of ASC Ventures LLC were filed on July 26, 2004 and assigned document number L04000056930.

**SECOND:** The following amendments to the Articles of Organization were adopted by the limited liability Company and shall now read as follows:

***Amendment to Article IV: MANAGER(S) OR MEMBER-MANAGER(S)***

The Company shall be a member-managed limited liability company. The Member of the limited liability company shall be:

David Adelstein  
6539 Racquet Club Drive  
Lauderhill, FL 33319

***Amendment to Article VII: REGULATIONS (BYLAWS)***

The Bylaws of the limited liability company shall be incorporated into the Operating Agreement. Whenever the Operating Agreement is executed, with no specific time frame for its execution, it shall be incorporated by reference into the Articles of Organization.

***Amendment to Article VIII: MEMBERSHIP VOTE; AMENDMENTS***

Except as explicitly stated otherwise in the Operating Agreement, all amendments shall be effectuated by the vote of the sole member-manager of the limited liability company. If other members are added to this limited liability company, as documented by an articles of amendment to the Articles of Organization reflecting same, then any action that requires the approval of the members shall require an affirmative majority vote documented in writing by a simple majority.

Under penalty of perjury, I declare that I have read the foregoing Amendment to the Articles of Organization of ASC Ventures LLC, know the contents thereof, and confirm the truth and correctness of the facts stated therein.



DAVID M. ADELSTEIN  
Member-Manager on behalf of ASC Ventures LLC

8/23/04  
Date

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