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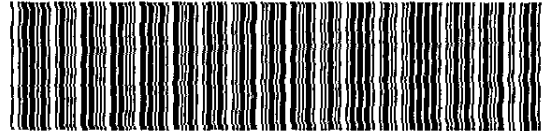
(Business Entity Name)

(Document Number)

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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CURRAN & CURRAN

Attorneys and Counselors at Law

Coastal Tower, Suite 208
2400 East Commercial Boulevard
Fort Lauderdale, Florida 33308-4022

Telephone: (954) 938-9922
Telefax: (954) 938-9923
Email: MGCurr@CurranLaw.com

August 2, 2005

Florida Department of State
Division of Corporations
New Filings Section
Post Office Box 6327
Tallahassee, FL 32314

Re: *G & L Jewelry, LLC*

To Whom It May Concern:

Enclosed please find an amendment to the articles of organization for the above referenced Florida limited liability company.

Also enclosed is one check made payable to the Florida Department of State for the total amount of the articles of correction.

If you have any questions, please do not hesitate to contact my office at the number above.

Very truly yours,



M. GLENN CURRAN, III, P.A.

MGC:kc
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
to
ARTICLES OF ORGANIZATION
of

G & L JEWELRY, LLC
(present name)

Pursuant to the provisions of section 608.411, Florida Statutes, this Florida limited liability company adopts the following articles of amendment to its articles of organization:

FIRST: Amendment adopted:

The company hereby amends Article IV so as to change the name of its registered agent by replacing the current Article IV in its entirety as follows:

Article IV

NAME

The name and Florida street address of the registered agent is

HELEN ULANOVSKY
15108 JOG ROAD
DELRAY BEACH, FL 33446

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Helen Ulanovsky
(Signature of an officer, chairman, or vice chairman of the board)

7/26/05
(Date)

HELEN ULANOVSKY
(Printed or typed name and title)

7/26/05
(Date)

Having been named as registered agent and to accept service of process for the above stated company, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Helen Ulanovsky
(Signature of Registered Agent)

7/26/05
(Date)

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REGISTRY OF STATE
TALLAHASSEE, FLORIDA

SECOND: Amendment adopted:

The company hereby amends Article V so as to change its managers by replacing the current Article V in its entirety as follows:

Article V

NAME

The name and address of the managers are:

Title: MGR
HELEN ULANOVSKY
15108 JOG ROAD
DELRAY BEACH, FL 33446

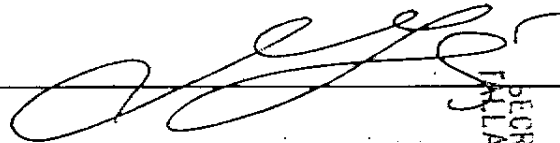
Title: MGR
LEONID ULANOVSKY
15108 JOG ROAD
DELRAY BEACH, FL 33446

THIRD: The date of each amendment's adoption: July 7, 2005.

FOURTH: Adoption of these Amendments was approved by all the members. The number of votes cast for the amendment was sufficient for approval.

Signed this 26 day of July, 2005.

Signature of Leonid Ulanovsky as Manager:



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DEPT. OF STATE
TALLAHASSEE, FLORIDA

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