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LIMITED LIABILITY AMENDMENT

CHERRY INVESTMENT PROPERTIES, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

2004 NOV 24 A 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHERRY INVESTMENT PROPERTIES, LLC
a Florida Limited Liability Company

FIRST: The Articles of Organization were filed on September 24, 2004 and assigned document number L04000069844.

SECOND: The following amendments to the Articles of Organization was adopted by the limited liability company:

(1) Article IV: MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

1. Jacob Serure
1612 Jefferson Avenue
Suite #404
Miami Beach, Florida 33139
2. Jason Rounick
1612 Jefferson Avenue
Suite #404
Miami Beach, Florida 33139

The members previously identified Isaac Serure as a member of this limited liability company in the originally filed Articles of Organization. Isaac Serure never made a capital contribution to this limited liability company and was otherwise never a member of this limited liability company.

(2) Article VI: CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$100.00 cash shall be paid to the limited liability company by the members in proportionate shares as follows: Jacob Serure - 50%, Jason Rounick - 50%. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in proportionate shares as set forth above, unless as otherwise provided by unanimous consent of the members.

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(3) Article VII: PROFITS AND LOSSES

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(a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits as follows: Jacob Serure - 50%, Jason Rounick - 50%. The distributive share of the profits shall be determined and paid to the members on the anniversary date of the commencement of business of the limited liability company.

(b) *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares: Jacob Serure - 50%, Jason Rounick - 50%.

DATED: November 24, 2004.


 BRUCE BOTSFORD, as authorized
 representative of Cherry Investment
 Properties, LLC

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