

W4000070521

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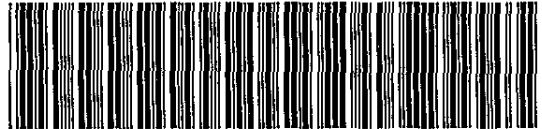
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W4-70521
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Watkins Ludlam Winter & Stennis, P.A.

ATTORNEYS AT LAW

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MEMBER: MERITAS LAW FIRMS WORLDWIDE

August 15, 2005

Gulfport, Mississippi
Jackson, Mississippi
New Orleans, Louisiana
Olive Branch, Mississippi

Cody W. Waters
Shareholder
Resident in Gulfport
Direct Dial (228) 822-8507
Main (228) 864-3094
cwaters@watkinsludlam.com

VIA FEDERAL EXPRESS

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

Re: Amendment of Florida ALC Holdings, LLC

Dear Sir/Madam:

Enclosed for filing please find an original and one copy of Articles of Amendment to the Articles of Organization of Florida ALC Holdings, LLC, along with a check in the amount of \$25 for the filing fees.

Please call me if you have any questions regarding this matter

Best Regards,


Cody Waters

CWW/kcg

cc: Buzz Banning

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION OF
FLORIDA ALC HOLDINGS, LLC**

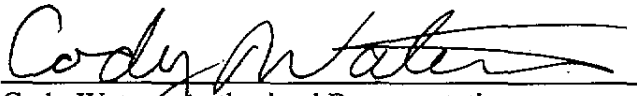
The undersigned, acting as the authorized representative of the members of **FLORIDA ALC HOLDINGS, LLC**, a Florida limited liability company (the "Company"), whose Articles of Organization were originally filed with the Florida Department of State on January 13, 2005, adopts the following Articles of Amendment to the Articles of Organization of the Company:

Article IV of the Articles of Organization of the Company shall be amended in its entirety to read as follows:

**"ARTICLE IV
MANAGERS MANAGED LLC**

The Limited Liability Company is a manager managed company. "

These Articles of Amendment are being filed pursuant to Section 608.411 of the Florida Statutes and have been duly executed by the undersigned authorized representative of the members of the Company on this 15th day of August, 2005.


Cody Waters, Authorized Representative

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TALLAHASSEE, FLORIDA