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LIMITED LIABILITY AMENDMENT

SOUTH OF 5TH LLC

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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF SOUTH OF 3TH LLC

The undersigned limited liability company adopts the following Articles of Amendment to its Articles of Organization:

1. The same of the limited liability company is SOUTH OF 5^{TR} LLC (the "Company"), document number L04000076455, filed on October 21, 2004.

RESOLVED, that Article I of the Company's Articles of Organization shall be amended in its entirety to read as follows:

ARTICLE I

The name of this Limited Linbility Company ("Company") shall be:

SOUTH FIFTH STREET HOLDINGS, LLC

2. Except as hereby amended, the Articles of Organization of the Company shall remain the same.

IN WITNESS WHEREOF, the undersigned Member Representative of the Company has executed these Articles of Amendment to Articles of Organization as of the ______ day of October, 2004.

Michael Samuel, as Member Representative of the Company

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