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(City/State/Zip/Phone #)

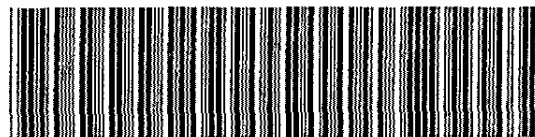
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PERRY & KERN, P.A.
ATTORNEYS AT LAW

50 S.E. FOURTH AVENUE
DELRAY BEACH, FLORIDA 33483

TELEPHONE 561.276.4146
FACSIMILE 561.276.3859

MARK A. PERRY
KEITH D. KERN
CHRISTY S. BERKS

PARALEGAL
LEIGH MANERI

LEGAL ASSISTANT
JENNIFER L. TORRENCE

November 19, 2004

Via Federal Express

Florida Department of State
Division of Corporations
403 E. Gaines St.
P.O. Box 6327
Tallahassee, FL 32314

RE: Sew Much Bedder, LLC

Ladies and Gentlemen:

Enclosed herewith please find an original and one photocopy of the Articles of Amendment of Articles of Organization regarding the above-referenced corporation. Also enclosed please find this firm's check in the amount of \$43.75 representing the filing fee and the \$8.75 for a certified copy.

If everything appears to be in order, please file the Articles and return a certified copy to this office using the pre-addressed Federal Express envelope provided herewith for your convenience.

If you should have any questions, please do not hesitate to contact me. Your assistance in this matter is greatly appreciated.

Yours truly,



Jennifer L. Torrence
Assistant to Keith D. Kern

:jlt
Enclosures

PK

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ATTORNEYS AT LAW

50 S.E. FOURTH AVENUE
DELRAY BEACH, FLORIDA 33483

TELEPHONE 561.276.4146
FACSIMILE 561.276.3859

MARK A. PERRY
KEITH D. KERN
CHRISTY S. BERKS

PARALEGAL
LEIGH MANERI

LEGAL ASSISTANT
JENNIFER L. TORRENCE

December 6, 2004

Via Federal Express

Florida Department of State
Division of Corporations
403 E. Gaines St.
P.O. Box 6327
Tallahassee, FL 32314

RE: Sew Much Bedder, LLC

Ladies and Gentlemen:

Enclosed herewith please find an original and one photocopy of the Articles of Amendment of Articles of Organization regarding the above-referenced corporation. Further enclosed for your reference please find a copy of your letter dated December 2, 2004.

If everything appears to be in order, please file the Amendment and return a certified copy to this office using the pre-addressed Federal Express envelope provided herewith for your convenience.

If you should have any questions, please do not hesitate to contact me. Your assistance in this matter is greatly appreciated.

Yours truly,


Jennifer L. Torrence
Assistant to Keith D. Kern

:jlt
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 2, 2004

JENNIFER L. TORRENCE
PERRY & KERN, P.A.
50 S.E. FOURTH AVENUE
DELRAY BEACH, FL 33483

SUBJECT: SEW MUCH BETTER, LLC
Ref. Number: L04000081606

We have received your document for SEW MUCH BETTER, LLC and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the original date of filing/authorization in Florida.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 304A00067682

ARTICLES OF AMENDMENT OF
ARTICLES OF ORGANIZATION
OF SEW MUCH BETTER, LLC

Pursuant to the provisions of Florida Statutes Section 608.411, the undersigned limited liability company adopts the following Articles of Amendment to its Articles of Organization, **said Articles of Organization being filed on November 10, 2004:**

Article I. Name of Limited Liability Company is hereby amended to read as follows

The name of the limited liability company shall be SEW MUCH BEDDER, LLC

The foregoing amendment was adopted by the Managing Members of the limited liability company dated this the 19th day of November, 2004.

IN WITNESS WHEREOF, the undersigned managing members of the limited liability company have executed this Articles of Organization this the 19th day of November, 2004.


SEW MUCH BETTER, LLC


CHARLES C. FALKANGER, Manager


MATHEW T. MORGAN, Manager

STATE OF FLORIDA :
COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this the 19th day of November, 2004 by CHARLES C. FALKANGER and MATHEW T. MORGAN, as managing members of Sew Much Better, LLC, who are personally known to me or who has provided _____ as identification.


Notary Public - State of Florida

JENNIFER L. TORRENCE
Printed name of Notary



Jennifer L. Torrence
Commission # DD294259
Expires March 21, 2008
Bonded Troy Pelt - Insurance, Inc. 800-388-7019

My Commission Expires: