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DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT

UPLIFT PROPERTIES GROUP, L.L.C.

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**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

UPLIFT Properties Group, L.L.C.

FIRST: The date of filing of the articles of organization was 12/15/2004.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

ARTICLE II & ARTICLE V

Article II PRINCIPAL OFFICE

The principal place of business and mailing address of this Limited Liability Company shall be: 26942 Palmetto Bend Dr., Wesley Chapel, Florida 33543

Article V MANAGER/MEMBERS

The management of the limited liability company is reserved for the Managers and the name of address of the manager of the Limited Liability Company is:

Tim Watson, 26942 Palmetto Bend Dr., Wesley Chapel, Florida 33543
Christa Watson, 26942 Palmetto Bend Dr., Wesley Chapel, Florida 33543

Dated September 13, 2005


Signature:

Name: Tim Watson

Title: Manager

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