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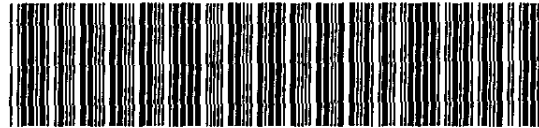
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J. BRYAN MAY 10 2006

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** NOLES-SPELL, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

R. MARK NOLES  
(Name of Person)

NOLES-SPELL, LLC  
(Firm/Company)

1920 MICHIGAN AVENUE  
(Address)

LYNN HAVEN, FLORIDA 32444  
(City/State and Zip Code)

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For further information concerning this matter, please call:

R. MARK NOLES at (904) 314-0973  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$25.00 Filing Fee      ☐ \$30.00 Filing Fee & Certificate of Status      ☐ \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)      ☒ \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF

NOLES- SPELL, LLC

(Present Name)  
(A Florida Limited Liability Company)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 MAY -2 PM 3:11

**FIRST:** The Articles of Organization were filed on FEB. 23, 2001 and assigned document number LO 9000018430

**SECOND:** This amendment is submitted to amend the following:

TO REMOVE THE FOLLOWING PERSONS AS  
MEMBERS AND FROM THE LLC IN ALL  
FORMS AND/OR CAPACITY.

KYLE D. SPELL

AND

KEITH SPELL

Dated APRIL 29, 2006.

[Signature]

Signature of a member or authorized representative of a member

Sherry Noles

[Signature]

R. MARK NOLES AND SHERRY A. NOLES AND CHAD R. NOLES

Typed or printed name of signee