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#### TRANSMITTAL LETTER

TO:

Registration Section
Division of Corporations

FILED

SUBJECT:

Soda Works L.L.C.

(Name of Limited Liability Company)

2005 AUG 15 P 4: 01 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

Please return all correspondence concerning this matter to the following:

Tony Lonstein

(Name of Person)

(Firm/Company)

4825 Gaynor Avenue

(Address)

Encino, CA 91436

(City/State and Zip Code)

For further information concerning this matter, please call:

Joseph Burne, Sr.

(Name of Person)

at ( <u>727 )</u> 239-7172

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

O \$25,00 Filing Fee

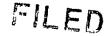
O \$30.00 Filing Fee & Certificate of Status

O \$55.00 Filing Fee & Certified Copy (additional copy is enclosed) Section 5 States & Certificate of States & Certified Copy (additional copy is enclosed)

STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

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

## ARTICLES OF AMENDMENT AND RESTATEMENT TO



### ARTICLES OF ORGANIZATION

SODA WORKS, L.L.C. (a Florida Limited Liability Company) AUG 15 P 4: 01

FIRST: The Articles of Organization were filed on March 2, 2005 at 3:20 AM SSEE, FLORIDA and assigned document number L05000021066.

**SECOND**: The following amendment(s) and restatement(s) to the Articles of Organization was/were adopted by the limited liability company:

#### ARTICLE I

The name of the limited liability company is SODA WORKS, L.L.C.

#### ARTICLE II

The street address of the principal office of the Limited Liability Company is;

304 Colonial Blvd. Palm Harbor, FL 34684

However, it shall have the power and authority to establish branch offices at such place or places as may be designated by the managing members.

The mailing address of the Limited Liability Company is:

304 Colonial Blvd. Palm Harbor, FL 34684

#### ARTICLE III

The purpose for which this Limited Liability Company is organized is any and all lawful business.

#### ARTICLE IV

The name and Florida street address of the registered agent is:

Joseph Burns, Sr. 304 Colonial Blvd. Palm Harbor, FL 34684

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of the position as registered agent.

Registered Agent Signature:

Joseph Burns Sr.

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF SODA WORKS, L.L.C. (a Florida Limited Liability Company)

#### ARTICLE V

FILED

This limited liability company shall be managed by two managers. The names and will AUG 15 P 4: 01 addresses of managing members are:

Title: Managing Member, President Joseph Burns, Sr. 304 Colonial Blvd. Palm Harbor, FL 34684

Title: Managing Member, Treasurer and Secretary Tony C. Lonstein

4825 Gaynor Avenue Encino, CA 91436

Signed and Dated this 11th day of August, 2005.

SODA WORKS, L.L.C

By: Joseph Burns

Tony C. Lonstein, Secretary/Treasurer