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(Business Entity Name)

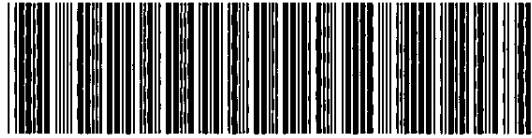
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JB

**BRUCE R. ABERNETHY, JR., P.A.**

ATTORNEY AND COUNSELOR AT LAW

WEALTH STRATEGIES DESIGN, ESTATE PLANNING, AND TRUST/PROBATE ADMINISTRATION  
BOARD CERTIFIED WILLS, TRUSTS AND ESTATES SPECIALIST

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September 19, 2007

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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**Re: Patrick James Ecycle, LLC**

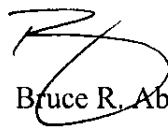
Dear Sir/Madam:

Enclosed please find Articles of Amendment to the Articles of Organization of Patrick James Ecycle, LLC.

We would appreciate your filing the original Articles of Amendment and returning the filing acknowledgment to my attention, together with a "filed" copy of the Articles. A photocopy of the Articles is enclosed for this purpose.

Our check made payable to the Division of Corporations in the amount of \$35.00 is enclosed for the filing fee.

Sincerely,



Bruce R. Abernethy, Jr.

BRA/jlb

Enclosures: Articles of Amendment (original and one photocopy)  
Check for Filing Fee

**Articles of Amendment  
to  
Articles of Organization  
of  
Patrick James Ecycle, LLC**

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**The Articles of Organization of Patrick James Ecycle, LLC were filed on March 11, 2005 and were assigned document number L05000025246.**

In accordance with the applicable provisions of the Operating Agreement of Patrick James Ecycle, LLC, the Articles of Organization of Patrick James Ecycle, LLC are hereby amended and restated to provide as follows:

**Article I  
Name**

The name of the limited liability company is: **Patrick James Ecycle, LLC.**

**Article II  
Company Existence**

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

**Article III  
Units Of Equity Ownership**

**Section A. Authorized Units of Equity Ownership.** The maximum number of units of equity ownership that the Company is authorized to have outstanding is 500. Each unit of equity ownership shall be hereafter referred to as a "Membership Unit".

**Section B. Creation of Voting and Non-Voting Membership Units.** Of the 500 Membership Units that are authorized pursuant to Section A of this Article, five (5) Membership Units (1% of the total authorized Membership Units") shall be classified as "Voting Units" and shall carry all of the voting rights that are specifically allocated to such Voting Units under the Operating Agreement of the Company, and four hundred ninety five (495) Membership Units (99% of the total authorized Membership Units) shall be classified as "Non-Voting Units" which shall carry no voting rights except as specifically authorized under the Operating Agreement of the Company.

Section C. First Lien. The Company shall have a first lien upon the Membership Units of any Member for any debt or liability owing by such Member to the Company.

Section D. Restrictions on Disposition of Membership Units. No Member of this Company shall sell, transfer, convey, pledge, give, distribute or encumber any Membership Unit or Membership Units in the Company without first giving notice in writing to the Company of such intended disposition and without first securing the written approval of Members of the Company owning 100% of the then-issued and outstanding Membership Units of the Company. However, nothing contained herein shall prevent distribution by operation of law, of such Membership Unit or Membership Units, provided that in such case a transferee shall be bound by the provisions contained in this Section the same as an original Member.

Section E. Right to Redeem Membership Units. Without regard to any other power to purchase Membership Units of the Company as permitted by law, the Company may purchase outstanding Membership Units in an amount not to exceed its capital, paid-in surplus and retained earnings.

Section F. Transfer of Membership Units of Indebted Member. If a Member shall be indebted to the Company, the Company may refuse to consent to a transfer of such Member's Membership Units until such indebtedness is paid.

#### **Article IV** **Registered Agent And Office**

The address of the initial Registered Office of the Company is 11 Bentwood Road, Palm Beach Gardens, FL 33418, and the name of its initial Registered Agent at such address is: Michael M. McClung.

#### **Article V** **Principal Office**

The mailing address of the Company is: P.O. Box 13854, Ft. Pierce, FL 33979 and the street address of the principal office of the Company is: 11 Bentwood Road, Palm Beach Gardens, FL 33418.

#### **Article VI** **Organizers and Members**

The name and address of the organizers and Members are:

Michael M. McClung  
11 Bentwood Road, Palm Beach Gardens, FL 33418

Lisa M. McClung  
11 Bentwood Road, Palm Beach Gardens, FL 33418

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The organizers are both natural persons over the age of twenty one years.

**Article VII**  
**Purpose And Power**

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Florida Limited Liability Company Act. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

**Article VIII**  
**Management**

The Company is to be managed by a Manager or Managers. One or more Manager of the Company shall be named pursuant to the Operating Agreement of the Company. The initial Managers of the Company, who shall each serve as such until their successor(s) is elected and shall qualify, are:

<u>Office</u>	<u>Name and Address</u>
Co-Manager	Michael M. McClung 11 Bentwood Road Palm Beach Gardens, FL 33418
Co-Manager	Lisa M. McClung 11 Bentwood Road Palm Beach Gardens, FL 33418

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**Article IX**  
**Indemnification**

The Company shall indemnify any Member and/or Manager who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that such Member and/or Manager is or was a Member, Officer or employee of the Company, or is or was serving at the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by such Member and/or Manager in connection with such action, suit or proceeding.

The Company shall not indemnify any Member and/or Manager in the event of (i) a breach of such Member and/or Manager's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) a transaction from which such Member and/or Manager derived an improper personal benefit, or (iv) acts or omissions for which indemnification is prohibited under the Florida Limited Liability Company Act, or (v) judgments, penalties, fines, and settlements arising from any proceeding by or in the right of the Company, or against expenses in any such case where such Member and/or Manager shall be adjudged liable to the Company.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any agreement, vote of Members, or disinterested Officers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an Officer or a Member and shall inure to the benefit of the heirs, executors, and administrators of such person.

#### **Article X** **Real Estate Documents**


All conveyances and mortgages of and leases relating to real property made by the Company shall be executed by a Manager, and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by a Manager.

#### **Article XI** **Amendment of Articles of Organization**

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Dated September 19, 2007.

  
\_\_\_\_\_  
Michael M. McClung  
Fifty Percent Member/Co-Manager

  
\_\_\_\_\_  
Lisa M. McClung  
Fifty Percent Member/Co-Manager

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