

L05000030633

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CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

712 SOUTH OREGON AVENUE
TAMPA, FLORIDA 33606-2543

RICHARD B. CAMPBELL
MICHAEL R. CAREY
KOURTNEY T. COWART
LAURA L. JACOBS
DOUGLAS P. MANSON
E. ASHLEY MCRAE
RANDALL P. MUELLER
ANDREW M. O'MALLEY
DANIEL D. WHITAKER

May 11, 2005

TELEPHONE: 813-250-0577
FACSIMILE: 813-250-9898

VIA UPS Next Day Air

Florida Department of State
The Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Document No. L05000030633 : Venus Envy, LLC

To Whom It May Concern:

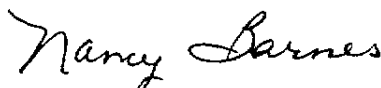
Enclosed are an original and one copy of a Certificate of Amendment of the Articles of Organization of Venus Envy, LLC. Please file the original Certificate of Amendment and certify and return the copy to me.

Also enclosed is our firm check in the amount of \$30.00 to cover the \$25.00 filing fee for the Certificate of Amendment, and to cover the \$5.00 fee for a Certificate of Status.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,

Carey, O'Malley, Whitaker & Manson, P.A.


Nancy Barnes, Paralegal

nb
Enclosures

cc: Venus Envy, LLC

2005 MAY 12 P 8
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
OF ARTICLES OF ORGANIZATION
OF
VENUS ENVY, LLC**

THIS IS TO CERTIFY THAT:

- FIRST: This Certificate amends the Articles of Organization (the "Articles") of Venus Envy, LLC.
- SECOND: The Articles were filed with the Florida Department of State on March 25, 2005, and assigned Document Number L05000030633.
- THIRD: Article 4 of the Articles - - Management - - previously provided as follows:

The limited liability company is to be managed by two (2) managers and the names and addresses of the initial managers of the company are:

Carolyn Hill
5906 Skimmer Point Blvd.
Gulfport, FL 33707

Darla Hutton
3210 West Chapin Avenue
Tampa, FL 33611

- FOURTH: Article 4 of the Articles, as amended, provides as follows:

MANAGEMENT


The limited liability company is to be managed by three (3) managers and the names and addresses of the initial managers of the company are:

Maureen Ayral
3210 West Chapin Ave.
Tampa, FL 33611

Darla Hutton
3210 West Chapin Ave.
Tampa, FL 33611

Jeanne Bangtson
6225 Fairway Bay Blvd.
South Gulfport, FL 33707

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S., this 10th day of May, 2005.



Darla Hutton, Managing Member

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Darla Hutton, Managing Member