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CLUBSIDE RB-GEM-LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

CLUBSIDE RB-GEM-LLC
A Florida Limited Liability Company

FIRST: The Articles of Organization were filed on April 20, 2005, and assigned document number L05000038514

SECOND: The following amendment to the Articles of Organization was adopted by the limited liability company:

Article IV-Managers of Managing Members:

The name and address of each Manager or Managing Member is as follows:

Title:

MGRM

Name:

RB-GEM, Management, LLC

4937 SW 75th Avenue

Bdg. B, Unit 21

Miami, FL 33173

MGRM

Investors Capital Mortgage Group, Inc.

1414 NW 107th Avenue

Suite 109

Miami, FL 33172

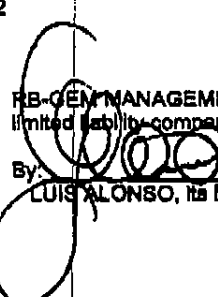
February 20, 2007

In witness whereof:

Print Name: Vivian A. Jaime

Print Name: Angela Escameca

RB-GEM MANAGEMENT, LLC, a Florida
limited liability company

By: 
LUIS ALONSO, its Managing Member

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TALLAHASSEE, FLORIDA

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{SIGNATURE TO FOLLOW ON CONTINUING PAGE}

In witness whereof,

Victoria A. Jaime
Print Name: Victoria A. Jaime

Angela Scanara
Print Name: Angela Scanara

RB-GEM MANAGEMENT, LLC, a Florida
limited liability company

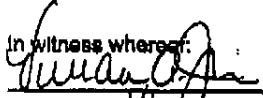
By: [Signature]
ROLANDO BENITEZ, its Managing
Member

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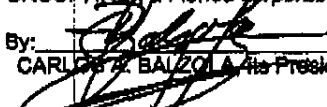
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No. 6455 P. 5

In witness whereof:

Print Name: Vivian A. Jaime

Print Name: Angela Scanawa

INVESTORS CAPITAL MORTGAGE
GROUP, INC., a Florida corporation
By: 
CARLOS E. BALZOLA its President

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