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    Division of Corporations
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From:
    Account Name   : Ratner & Tobin, LLP
    Account Number : I20030000087
    Phone   : (305)674-1616
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LIMITED LIABILITY AMENDMENT

TRIPLE F OF LAS PALMAS, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
TRIPLE F OF LAS PALMAS, LLC
A FLORIDA LIMITED LIABILITY COMPANY

THESE ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION of **TRIPLE F OF LAS PALMAS, LLC, A FLORIDA LIMITED LIABILITY COMPANY** (the "Company") is dated as of June 3, 2005.
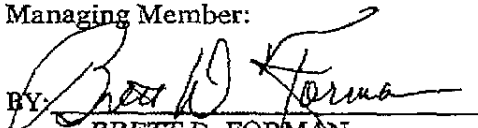
Triple F Funding, LLC, a Delaware limited liability company and he sole Member of the Company, desiring to amend the Articles of Organization of the Company originally filed on June 3, 2005 with an effective date of June 3, 2005 under Document Number: L05000055537, hereby agrees that the Articles of Organization of the Company is hereby amended as follows:

1. The Articles of Organization of the Company shall not be further amended except pursuant to specific the terms and conditions pertaining to such amendment as are set forth in the Operating Agreement of the Company.

2. Except as set forth herein, the Articles of Organization the Company, as filed, are hereby reaffirmed in full.

Dated as of June 3, 2005

TRIPLE F OF LAS PALMAS, LLC,
a Florida limited liability company

By: Triple F Funding, LLC,
       a Delaware limited liability company,
       Managing Member:

BY: _____
       BRETT D. FORMAN
       Executive Manager

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