

L05000057366

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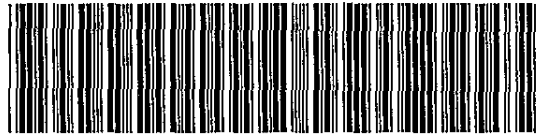
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WINEGEART LAW FIRM, P.A.

4130 Salisbury Road North ♦ Suite 1250 ♦ Jacksonville, Florida 32216

Lamar Winegeart III

June 13, 2005

Telephone (904) 470-0107
Facsimile (904) 470-0018
Email address: lamarofc@bellsouth.net

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Wholesale Spas Direct, LLC
Document no. L05000057366

Dear Sir or Madam:

The enclosed Articles of Amendment are submitted for filing. Please return all correspondence concerning this matter to the following:

Anne E. Winegeart
14142 Twin Falls Dr. W.
Jacksonville, Florida 32224

For further information please call Anne E. Winegeart at (904) 993-1664.

Enclosed is a check in the amount of \$25.00 for the filing fee for the enclosed.
Thank you for your attention to this matter.

Sincerely,



Lamar Winegeart III

cc: Anne E. Winegeart

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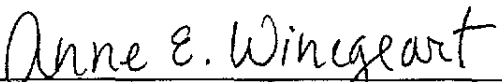
**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
WHOLESALE SPAS DIRECT, LLC**

FIRST: The Articles of Organization were filed on June 9, 2005, and assigned document number L05000057366.

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

The name of the company shall be WHOLESALE LUXURY SPAS, LLC.

Dated: June 13, 2005



ANNE E. WINEGEART
Managing Member and Resident Agent

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