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Mr. Salvatore Espro Spro Enterprises, L.L.C. 267 Meredith Lane West Hempstead, NY 11552

June 26, 2006

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: Spro Enterprises, L.L.C.

Dear Sir or Madam:

Enclosed please find the original Articles of Amendment to Articles of Organization, together with a check in the amount of \$25.00. This represents the filing fee for Spro Enterprises, L.L.C.

Very truly yours,

Mr. Salvatore Espro

Spro Enterprises, L.L.C.

Enclosures

check stapled here

Articles of Amendment to the

ARTICLES OF ORGANIZATION of SPRO ENTERPRISES, L.L.C.

The Articles of Organization were filed on June 27, 2005 and assigned document number First: L05000064518.

Second: The following amendment to the articles of organization was adopted by the limited liability company:

ARTICLE V - MANAGING MEMBERS/MANAGERS

The names and addresses of the managing members/managers are:

Title: MGR

SALVATORE ESPRO 267 Meredith Lane West Hempstead, NY 11552

Title: MGR **PAUL VITALE**

65! Kensington Avenue Severna Park, MD

The amendment was adopted by the shareholders and managing members on June 1, 2006.

All other Articles contained in the Articles of Organization remain unchanged.

IN WITNESS WHEREOF, the undersigned manager has amended these Articles of Organization this _____ day of

Salvatore Espro

STATE OF FLORIDA New YORK COUNTY OF PINELLAS Nas s'au

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Salvatore Espro, known to me to be the person who amended the foregoing Articles of Organization, and who acknowledged before me that he amended these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto affixed my hand and spal, in the State and County aforesaid, this 1240

_, 2006.

Notary Public, State of Floren at Large New York

My Commission Expires: