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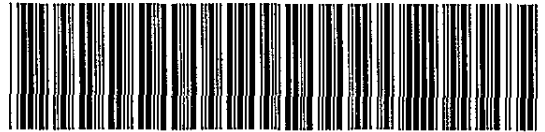
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Crabtree & Fallan, P.A.

ATTORNEYS AND COUNSELORS AT LAW

8777 SAN JOSE BOULEVARD
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JACKSONVILLE, FLORIDA 32217

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(1924-1995)

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December 19, 2005

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

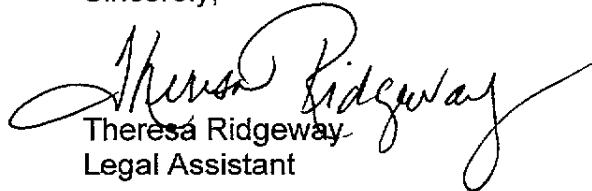
RE: Belfort South Partners, LLC

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Amendment to the Articles of Organization of Belfort Partners South, LLC and our check in the amount of \$35.00 as payment for the filing fee. Please file the enclosed and return same to me at your earliest opportunity.

Thank you most cordially for your assistance in this regard. Should you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,


Theresa Ridgeway
Legal Assistant

/tr
Enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION
OF
BELFORT SOUTH PARTNERS, LLC**

FIRST: The Articles of Organization were filed on October 27, 2005 and assigned Document Number L05000105279.

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

Article V-Management is hereby deleted in its entirety and amended as follows:

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by the members.

The name and address of the Managing Member is:

Scott A. Reeves
8515 Baymeadows Way, Suite 102
Jacksonville, Florida 32256

The names and addresses of the Members are:

Francis Loosbrock
8515 Baymeadows Way, Suite 102
Jacksonville, Florida 32256

The John Christopher Strickland Revocable Trust
U/A dated November 10, 2004
c/o John Christopher Strickland, Trustee
8515 Baymeadows Way, Suite 102
Jacksonville, Florida 32256


Chula Vista Hi-Tech Group, LLC
a California limited liability company
8515 Baymeadows Way, Suite 102
Jacksonville, Florida 32256

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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Dated this 15 day of December, 2005.


By: SCOTT REEVES
Its: Managing Member
 Member