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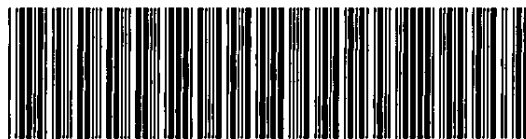
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**ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION
OF
BC 2221 SBB, LLC**

The Articles of Organization for BC 2221 SBB, LLC were filed on December 7, 2005, effective January 1, 2006, and assigned document number L05000116685.

Pursuant to the provisions of Florida law, the undersigned Limited Liability Company adopts the following Articles of Amendment to its Articles of Organization:

1. The following Amendment of the Articles of Organization was adopted by the Member of the Limited Liability Company on May 8, 2006 in the manner prescribed by Florida law.

The following Articles are amended as follows:

A. Article IV is hereby deleted in its entirety and in lieu thereof the following Article IV is adopted:

"ARTICLE IV

The name and street address of the registered agent is:

Seth E. Ellis, Esq.
Law Office of Seth E. Ellis, P.A.
2385 Executive Center Drive, Suite 190
Boca Raton, FL 33431"

B. Article V is hereby deleted in its entirety and in lieu thereof the following Article V is adopted:

"ARTICLE V

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company. The name and address of the manager of the Limited Liability Company is:

McNulty Management Corp.
904 Cape Coral Parkway
Cape Coral, FL 33904"

2. This Amendment shall become effective immediately upon filing with the Department of State of Florida.

DATED May 8, 2006.

MEMBER:

BOSTON COFFEE, INC.

By: 

David N. McNulty
President

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **BC 2221 SBB, LLC**.
2. The name and the Florida street address of the registered agent and office are Seth E. Ellis, Esq., Seth E. Ellis, P.A., 2385 Executive Center Drive, Suite 190, Boca Raton, FL 33431.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


SETH E. ELLIS, ESQ.

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