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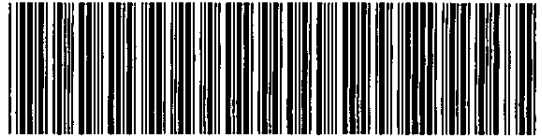
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TALLAHASSEE, FLORIDA

JAMES D. LAMPATHAKIS, P.A.

ATTORNEY AT LAW

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JAMES D. LAMPATHAKIS

(727) 736-2000



October 30, 2007

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Articles of Amendment to Articles of Organization of Ellas Café Enterprises, LLC

Dear Department of State:

Enclosed herewith are the proposed Articles of Amendment to Articles of Organization relative to the above, together with a check in the amount of \$25.00 for the filing fee:

Please file the amendment, and return the stamped copy to me at your earliest convenience.

Thank you for your cooperation in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,

JAMES D. LAMPATHAKIS, P.A.


James D. Lampathakis, Esq.

JDL/ktb

Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
ELLAS CAFÉ ENTERPRISES, LLC**

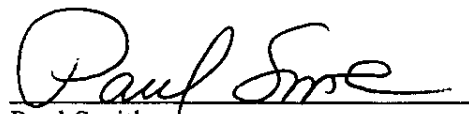
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FIRST: The Articles of Organization were filed on May 8, 2006 and assigned document number L06000047157.

SECOND: This amendment is submitted to amend the following:

ARTICLE IV. REGISTERED AGENT, INITIAL REGISTERED OFFICE. The name of the registered agent of the limited liability company shall be changed to Paul Smith. The address of the initial registered office is 15519 Darien Way, Clearwater, FL 33764

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 amendment, I 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Paul Smith

ARTICLE V. MANAGEMENT. Delete the names George Lakiotis and Ellas Thomas as members of the limited liability company and add the names Paul Smith and Tonia Smith as members.

IN WITNESS WHEREOF, the undersigned has executed this Amendment
on October 29th, 2007.

Witnesses:

Erika L. Ribel
Erika L. Ribel

Dagmar Leigh
Dagmar Leigh

Witnesses:

Garrett Friedman
Garrett Friedman

Amy Zadar
Amy Zadar

George Lakiotis
George Lakiotis

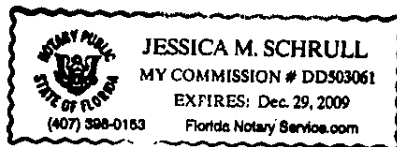
Ellas Thomas
Ellas Thomas

Paul Smith
Paul Smith

Tonia Smith
Tonia Smith

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me on October 29th,
2007, by George Lakiotis, Ellas Thomas, Paul Smith and Tonia Smith, who are
personally known to me or who produced Driver's License as identification
and did take an oath.



10/29/07

Jessica M. Schrull
Notary Public

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TALLAHASSEE, FLORIDA