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PET PARADISE-PORT ORANGE, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

Pet Paradise-Port Orange, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on June 30, 2006 and assigned
document number LG600008838

SECOND: This amendment is submitted to amend the following:

To change the name of the company to:

"Pet Paradise-Gainesville, LLC"

Dated April 13, 2007

Fred Goldsmith

Signature of a member or authorized representative of a member

Fred Goldsmith, its authorized representative and manager of its sole member

Typed or printed name of signer

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