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SUNSHINE ENTERTAINMENT HOLDINGS, LLC

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
SUNSHINE ENTERTAINMENT HOLDINGS, LLC**

I. Article VII of the Articles of Incorporation of **SUNSHINE ENTERTAINMENT HOLDINGS, LLC** is hereby amended to read:


ARTICLE VII

Initial Capital Contributions

The total amount of cash, and the description and agreed value of the property other than cash initially contributed to the limited liability company is described on the attached Exhibit "A", which is made a part hereto by this reference.

III. The foregoing amendment was adopted by the unanimous vote of the members of this limited liability company on the 27th day of July, 2006.

The undersigned attorney and authorized representative of this limited liability has executed these Articles of Amendment this 27th day of July, 2006.


J. Matthew Marquardt, Esq.
Attorney and Authorized Representative for
the Members

Prepared by:
J. Matthew Marquardt, Esq.
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EXHIBIT A**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION FOR
SUNSHINE ENTERTAINMENT HOLDINGS, LLC****Initial Contribution:**

The initial contribution to the capital of Sunshine Entertainment Holdings, LLC, by its Members is as follows:

<u>Member</u>	<u>Cash or Property</u>	<u>Interest</u>
Sunshine Companies Of America, Inc.	\$1,000.00	100%

Prepared by:
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