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ICARD, MERRILL, CULLIS, TIMM, FUREN & GINSBURG, P.A.

ATTORNEYS AND COUNSELORS

THOMAS F. ICARD (1922-1985)
JAMES W. CULLIS (1927-1987)

E. DUSTY AKER
JAMES E. AKER
CHARLES J. BARTLETT
PAUL D. BEITLICH***
BRUCE P. CHAPNICK
ANDRÉ K. CHARBONNEAU*****
MAUREEN C. CHIOFALO
STACY DILLARD-SPAHN**
WILLIAM H. DRUMM**
MARK C. DUNGAN
MICHAEL L. FOREMAN
MICHAEL J. FUREN
ARTHUR D. GINSBURG*
STEVEN R. GREENBERG**
F. THOMAS HOPKINS**
THOMAS F. ICARD, JR.***
TODD D. KAPLAN
JOANN M. KOONTZ
JASON A. LESSINGER
DAVID M. LEVIN**
ROBERT K. LINCOLN
LESLIE WULFSOHN LOFTUS*
ROBERT G. LYONS***
DANIEL E. MANZANO
WILLIAM W. MERRILL, III**
ROBERT E. MESSICK**
TROY H. MYERS, JR.***
COLLEEN D. O'ROURKE
J. GEOFFREY PFLUGNER
STEPHEN D. REES

2033 MAIN STREET, SUITE 600
SARASOTA, FLORIDA 34237-6091

(941) 366-8100
(941) 366-6384 FAX

CHARLOTTE COUNTY OFFICE
1777 TAMiami TRAIL, SUITE 401
PORT CHARLOTTE, FL 33948
(941) 629-6319
(941) 629-6324 FAX

8470 ENTERPRISE CIRCLE, SUITE 201
LAKEWOOD RANCH, FL 34202
(941) 907-0006
(941) 552-0108 FAX

REPLY TO: P.O. BOX 4195
SARASOTA, FLORIDA 34230-4195
www.icardmerrill.com

email: pmeringer@icardmerrill.com

STEPHEN D. REES, JR.
ALYSSA M. SELLS
AMY S. THOMPSON*****
JAIME L. WALLACE
JOHN J. WASKOM
RICHARD S. WEBB IV ***
ANNE L. WEINTRAUB

WILLIAM W. MERRILL (RETIRED)
CURTIS J. TIMM (RETIRED)
C. EUGENE JONES (RETIRED)

* BOARD CERTIFIED MARITAL
AND FAMILY LAWYER

** BOARD CERTIFIED
REAL ESTATE LAWYER

*** BOARD CERTIFIED
CIVIL TRIAL LAWYER
AND CERTIFIED MEDIATOR

ADDITIONAL JURISDICTIONS

- * ADMITTED IN ILLINOIS
- ** ADMITTED IN U.S. VIRGIN ISLANDS
- *** ADMITTED IN MICHIGAN
- **** ADMITTED IN CONNECTICUT
- ***** ADMITTED IN IOWA
- * ADMITTED IN WISCONSIN
- ** ADMITTED IN NEW YORK
- *** ADMITTED IN KENTUCKY
- **** ADMITTED IN TENNESSEE
- ***** ADMITTED IN OKLAHOMA
- ** LL.M. IN OCEAN AND COASTAL LAW
- *** LL.M. IN TAXATION

November 10, 2006

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

Re: Sew Worth It, LLC
Document #: L06000089580

Dear Sir or Madam:

I have enclosed for filing an Amendment to the Articles of Organization for Sew Worth It, LLC and a check in the amount of \$25.00 to cover the cost of the filing fee.

Thank you for your assistance. If you have any questions in this regard, please call me at your convenience.

Very truly yours,

Icard, Merrill, Cullis, Timm, Furen &
Ginsburg, P.A.


Patricia C. Meringer

Enclosures

**ARTICLES OF AMENDMENT
OF THE
ARTICLES OF ORGANIZATION OF
SEW WORTH IT, LLC**

ARTICLE 1. - NAME

The name of this limited liability company is:

SEW WORTH IT, LLC

(hereinafter referred to as the "Company")

ARTICLE 2. - DATE OF FILING ARTICLES

The Articles of Organization of the Company were filed on September 12, 2006 with the Secretary of State of the State of Florida. The Company was assigned Document Number: L06000089580.

ARTICLE 3. - TEXT OF THE AMENDMENT TO CHANGE MANAGER

ARTICLE V. of the Articles of Organization shall be amended to read:

"The name and addresses of the Managers of the Company are:

Sue Greenberg
7482 Albert Tillinghast Dr.
Sarasota, FL 34240

Penny Denault
18703 68th Avenue East
Bradenton, FL 34211

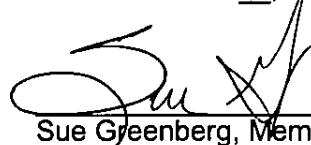
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TALLAHASSEE, FLORIDA

ARTICLE 4. - ADOPTION OF AMENDMENT; EFFECTIVE DATE

The foregoing amendments were approved by the Members of the Company. The number of votes cast for the amendment by the Members of the Company was sufficient for approval of such amendment. The change of the Manager of the Company shall be effective upon the filing of these Articles of Amendment with the Secretary of State of the State of Florida.

The undersigned, as all of the Members of the Company have executed these Articles of Amendment of the Articles of Organization of **SEW WORTH IT, LLC**, a Florida limited liability company, on the date set forth above their signatures.

November
Dated: ~~October~~ 1, 2006



Sue Greenberg, Member



Penny Denault, Member