

Division of Corporations

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CPNC, LLC

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**FIRST AMENDMENT TO ARTICLES OF ORGANIZATION
OF
CPNC, LLC**

The Articles of Organization of CPNC, LLC previously filed on December 27, 2006, and assigned document number L06000122591 is hereby amended as follows:

Article V of the Articles of Organization of CPNC, LLC is hereby deleted in its entirety and the following inserted in its place:

**ARTICLE V
Management**

This organization is to be managed by a manager or managers elected by a majority interest of its members. The initial manager(s), who shall serve until the earlier of their deaths, resignations, replacements or until the first annual meeting of members and their successors are elected and qualified, shall be: PATRICIA CHANG.

The First Amendment to Articles of Organization shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned, being the sole members, executed this First Amendment this 12th day of January, 2007.


CARLOS CHANG *


PATRICIA CHANG *

* As Tenants by the Entireties and not
as Tenants-in-Common

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