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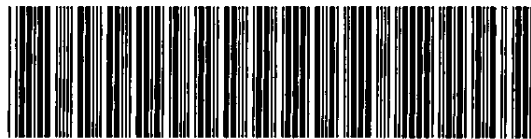
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ZEPHYR GROUP LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

CHARLES E. HEATH CPA

(Name of Person)

CHARLES E. HEATH CPA, P.A.

(Firm/Company)

34 SE OSCEOLA

(Address)

STUART, FL 34994

(City/State and Zip Code)

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For further information concerning this matter, please call:

CHARLES E. HEATH CPA at (772) 286-5669
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
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(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee,
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Certified Copy
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MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

ZEPHYR GROUP LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on JANUARY 24, 2007 and assigned document number L07000008959.

SECOND: This amendment is submitted to amend the following:

THE MANAGING MEMBER SHOULD BE CHANGED TO:

THOMAS J. GILLEN

2200 NE FLAMINGO TERRACE

JENSEN BEACH, FL 34957

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Dated JANUARY 30, 2007.

 CPA

Signature of a member or authorized representative of a member

CHARLES E. HEATH CPA

Typed or printed name of signee

Filing Fee: \$25.00