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MARLELI'S WATCHES, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

MARLELI'S WATCHES, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 2/21/2007 and assigned
document number L07000019884

SECOND: This amendment is submitted to amend the following:

Article IV

The new REGISTERED AGENT will be:

Alicia Amador Oquendo

9373 Fontainebleau BLU # K 110

Miami FL 33172

Article V

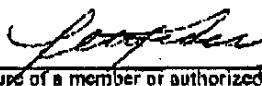
Delete: LETTY M Hernandez as MGRM

MARIANA L FRONTADO as MGR

Add: Alicia Amador Oquendo as MGRM

RAFAEL Oquendo as MGR

Date: 11/20, 2007


Signature of a member or authorized representative of a member

LETTY M. HERNANDEZ
Typed or printed name of signer

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


REGISTERED AGENT
Alicia A. Ovendo