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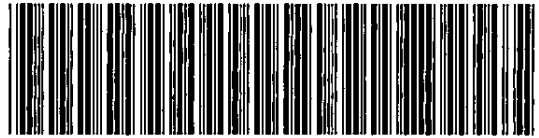
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Starz Enterprises, 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:

Barbara Long
(Name of Person)
Starz Enterprises, LLC
(Firm/Company)
1411 Fairland Avenue
(Address)
Panama City, FL 32401
(City/State and Zip Code)

For further information concerning this matter, please call:

Barbara Long at (850) 215-0581
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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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

Starz Enterprises, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 02/26/2007 and assigned
document number L07000021818.

SECOND: This amendment is submitted to amend the following:

To reinstate managing member Sarabia J.
Tiller to Starz Enterprises, LLC.
Title - Managing Member
Sarabia J. Tiller
305 Avenue B
Port St. Joe, FL 32456
Effective immediately.

Dated December 10, 2007.



Signature of a member or authorized representative of a member

Barbara Long

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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