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(City/State/Zip/Phone #)

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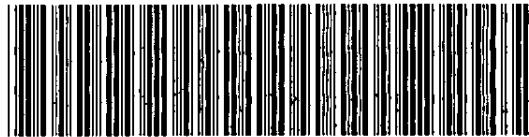
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SECRETARY OF STATE
DIVISION OF CORPORATION
08 JUN 10 PH 2:13

COVER LETTER

TO: **Registration Section
Division of Corporations**

SUBJECT: City Billiards, 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:

Diana Schau

(Name of Person)

City Billiards

(Firm/Company)

7988 Glenbooke Ln

(Address)

Sarasota, FL 34243

(City/State and Zip Code)

For further information concerning this matter, please call:

Diana Schau

(Name of Person)

at (**941**) **360-1218**

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$25.00 Filing Fee

\$30.00 Filing Fee &
Certificate of Status

\$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

\$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

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

FILED
DIVISION OF CORPORATION
08 JUN 10 PM 2:13
SECRETARY OF STATE

City Billiards, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on MARCH 7, 2007 and assigned Florida document number 20-8705399.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

City Billiards, LLC

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

4200 62nd Ave Suite L

Pinellas Park, FL 33781

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

7988 Glenbooke Ln

Sarasota, FL 34243

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

(Enter Florida street address)

_____ , Florida

(City)

_____ (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

(If Changing Registered Agent, Signature of New Registered Agent)

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>Mgr</u>	<u>Richard I Schau Sr</u>	<u>4710 Bay St NE #320 St Petersburg FL 33703</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>Mgr</u>	<u>RICHARD I Schau JR</u>	<u>7988 Glenbrook Ln SARASOTA, FL 34243</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

Dated June 5, 2008.



Signature of a member or authorized representative of a member

DIANA SCHAU
Typed or printed name of signee

Page 2 of 2

Filing Fee: \$25.00