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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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July 5, 2007

Secretary of State
Bureau of Corporate Records
Attn: Corporations Division
Post Office Box 6327
Tallahassee, Florida 32314

Re: First Amendment to the Articles of Organization
of Sterling First Pay, LLC
Effective Date: Date of Filing

Dear Sir or Madam:

In connection with the amendment of the Articles of Organization of the above
limited liability company, we have enclosed the following:

1. One signed original and one duplicate copy of the First Amendment to the Articles of Organization of Sterling First Pay, LLC.
2. A check in the amount of \$25.00, payable to the Department of State, to cover the filing fee.

Please endorse your approval of the First Amendment to the Articles of Organization on the duplicate copy and return it to me at your earliest convenience.

Please contact me if you have any questions or need additional information.

Sincerely,



Jeffrey M. Koltun

JMK:ab
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FIRST AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
STERLING FIRST PAY, LLC**

Pursuant to the provisions of Section 608.411 of the *Florida Statutes*, Sterling First Pay, LLC, a limited liability company organized and existing under the laws of the State of Florida, hereby adopts the following amendment to its Articles of Organization:

SECTION I - NAME OF LIMITED LIABILITY COMPANY

The name of the limited liability company is STERLING FIRST PAY, LLC.

SECTION II - DATE OF FILING OF ARTICLES OF ORGANIZATION

The Articles of Organization were filed on May 7, 2007.

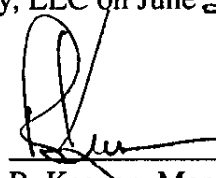
SECTION III - AMENDMENT TO THE ARTICLES OF ORGANIZATION

Article V of the Articles of Organization is hereby deleted in its entirety and the following substituted in lieu thereof:

“The limited liability company is a member-managed company. The names and addresses of the members of the limited liability company are as follows:

<u>Name</u>	<u>Address</u>
R. Keenan	Post Office Box 300639 Fern Park, Florida 32730
Paula S. Keenan	Post Office Box 300639 Fern Park, Florida 32730”

IN WITNESS WHEREOF, the undersigned has executed this First Amendment to the Articles of Organization of Sterling First Pay, LLC on June 25, 2007.



R. Keenan, Managing Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA