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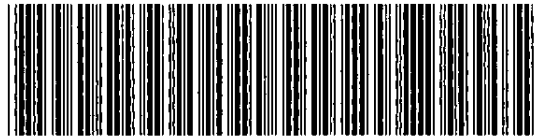
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JB

AZRIA LAW FIRM, P.A.
ATTORNEY AT LAW

420 LINCOLN ROAD
SUITE 235-B
MIAMI BEACH, FLORIDA 33139
TELEPHONE 786-276-3998
FACSIMILE 305-675-8352

ISABELLE E. AZRIA, ESQ

November 19, 2007

Via US Mail

Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
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Re: Amendments Filings

Dear Sir/Madam:

Enclosed please find two original Amendments to be filed for the following LLC and Corporation, along with our firm's checks, one in the amount of \$ 25.00 for the LLC and the other in the amount of 35.00 for the Corporation:

1. ART PHOTO EXPO, LLC
2. OTHER SIDE USA, INC.

Should you have any questions or comments, please do not hesitate to contact the undersigned at our office (786) 276-3786.

Thank you for your assistance.

Very truly yours,



Sandy Calamai
Office Manager

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

ART PHOTO EXPO, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was 6/13/2007.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

Rodrigue Alexandre KUKURUDZ, whose address is 21236 NE 32nd Place, Aventura, Florida 33180 is hereby added as Member of the Company.

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Dated November 13, 2007.

Signature of a member or authorized representative of a member

Francois TRABELSI

Typed or printed name of signer

Francois TRABELSI t. 10/20/07

Filing Fee: \$25.00