

Jun 26 2009 10:03AM

EXECUTIVE CORP FILING

305 665 1078

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Division of Corporations

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L07000064701

Florida Department of State
Division of Corporations
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ZEN DISTRIBUTORS GROUP II LLC

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JUN 29 2009

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SECRETARY OF STATE
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(((H09000151980)))

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

ZEN DISTRIBUTORS GROUP II 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 06/20/2007 and assigned
Florida document number L07000064701

This amendment is submitted to amend the following:

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

N/A

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)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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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

(((H09000151980)))

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:

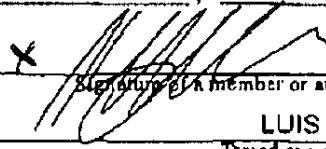
MGR = Manager

MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGR	LUIS KELLEMAN	3750 NW 28 STREET, #407 MIAMI, FL 33142	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
MGR	NELSON KELLEMAN	3750 NW 28 STREET, #407 MIAMI, FL 33142	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
MGR	JOSE KELLEMAN (80%)	3750 NW 28 STREET, #407 MIAMI, FL 33142	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
MGR	NELSON KELLEMAN (20%)	3750 NW 28 STREET, #407 MIAMI, FL 33142	<input checked="" 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 26, 2009



Signature of a member or authorized representative of a member
LUIS KELLEMAN

Typed or printed name of signer

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