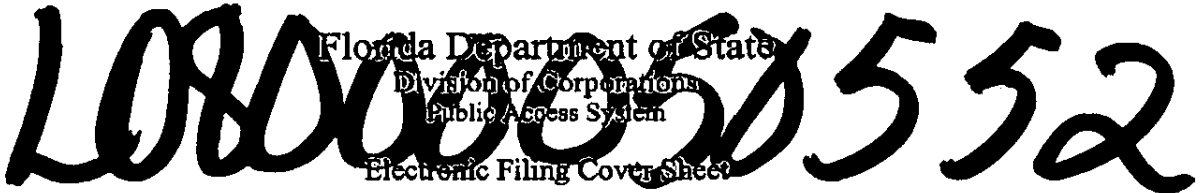


Division of Corporations

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
IIA PROPERTIES, LLC**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, **IIA PROPERTIES, LLC** adopts the following Articles of Amendment to its Articles of Organization:

FIRST: The name of the limited liability company is IIA Properties, LLC (the "Company").

SECOND: The Articles of Organization of the Company were filed with the Florida Department of State on May 20, 2008, under Document Number L08000050552.


THIRD: The Articles of Organization are hereby amended by amending and restating Article 4 thereof to read as follows:

4. MANAGER(S) OR MANAGING MEMBER(S)

The name and address of the Managing Member is as follows:

MGRM: The Institute of Internal Auditors, Inc.
247 Maitland Avenue
Ahamonte Springs, Florida 32701

Dated this 11th day of August, 2008.



Signature of Member or Authorized
Representative of Member

John Daniel Ruffier

Typed or Printed Name of Signer

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