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HARRIS CRAMER LLP

(FAX) (561) 659-0701

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EXAMINER

3/31/2009

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
THE JOE E GROUP, LLC

The provisions of the Articles of Organization of THE JOE E GROUP, LLC, a Florida limited liability company (the "Company"), filed with the Department of State, State of Florida, on February 16, 2009, as amended by that certain Articles of Amendment to Articles of Incorporation of the Company, filed with the Florida Department of State on February 23, 2009, are hereby amended as follows:

Article III shall be deleted and the following inserted in lieu thereof:

ARTICLE III
MANAGEMENT

The management of the Company shall be vested in one or more managers. The Company is to be a manager-managed company. The initial managers are Michelle Drysdale, Jerry Wilson and Christopher Pruitt. The managers shall act until their death, incapacity, resignation, or removal from office. Additional and successor managers shall be appointed in accordance with the operating agreement of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 31 day of March, 2009.


CHRISTOPHER PRUITT
Member

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