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Division of Corporations

Page 1 of 1

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Florida Department of State

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VILLON BRANDS, LLC

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
VILLON BRANDS, LLC**

Articles IV and VI of the Articles of Organization of VILLON BRANDS, LLC (the "Company") were amended by the Company's Members on May 21, 2007. The Company is filing these Articles of Amendment to Articles of Organization pursuant to Florida Statutes Section 608.

1. The name of the limited liability company is VILLON BRANDS, LLC.
2. The Articles of Organization were filed with the Florida Department of State on April 14, 2009.

3. Article IV of the Articles of Organization of the Company shall be amended to read as follows:

"ARTICLE IV - ADDRESS

The street and mailing address of the principal place of business of the Company is c/o Star North Capital, LLC, 1490 Highway A1A, Suite 301, Satellite Beach, Florida 32937."

4. Article VI of the Articles of Organization of the Company shall be amended to read as follows:

"ARTICLE VI - MANAGEMENT

The Company shall be managed by one (1) or more managers. The name and address of the manager of the Company are as follows:

Star North Capital, LLC
1490 Highway A1A, Suite 301
Satellite Beach, Florida 32937."

5. The foregoing amendments to the Articles of Organization were voted on by the Members of the Company entitled to vote on the matter and the number of votes cast by the Members was sufficient for approval.

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IN WITNESS WHEREOF, the undersigned Manager of this limited liability company has acknowledged and executed these Articles of Amendment on the 21st day of May, 2009.

VILLON BRANDS, LLC

By: Star North Capital, LLC, Manager

By: 

Thorgeir Ibsen, Manager

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