

Florida Department of State
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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
INNOVATIVE CAPITAL MANAGEMENT, LLC**

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EXAMINER

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
INNOVATIVE CAPITAL MANAGEMENT, LLC**

FILED STATE
SECRETARY OF
DIVISION OF CORPORATIONS
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INNOVATIVE CAPITAL MANAGEMENT, LLC, a limited liability company organized and existing under the laws of the State of Florida (the "Company"), in order to amend its Articles of Organization as now in effect (the "Articles of Organization"), in accordance with the requirements of Section 608.411, Florida Statutes, does hereby certify as follows:

1. The name of the Company is INNOVATIVE CAPITAL MANAGEMENT, LLC, and its Document Number with the Florida Department of State is L10000000336.
2. The Articles of Organization were filed with the Florida Department of State on January 4, 2010.
3. The Amendment to the Company's Articles of Organization being effected hereby is made in order to reflect the Managing Member of the Company in the Florida Department of State's records.
4. The Amendment to the Company's Articles of Organization being effected hereby was duly authorized and adopted by the sole Member of the Company by written consent on December 16, 2010.
5. These Articles of Amendment to the Company's Articles of Organization shall be effective immediately upon filing hereof with the Florida Department of State.
6. The Articles of Organization are hereby amended by adding thereto, the following Article VII:

ARTICLE VII

Managing Member

The name and street address of the Managing Member of the Company shall be:

Mitch Roop, Inc.

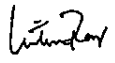
12601 Wood Ibis Way
Tampa, FL 33624-5717

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment
this 16th day of December, 2010.

MITCH ROOP, INC.

By: 
Mitchell Roop, President

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