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ARTICLES OF RESTATEMENT AND AMENDMENT TO ARTICLES OF ORGANIZATION OF HIGHFIVE FROZEN YOGURT ST. CLOUD, LLC

Pursuant to Chapter 608, Florida Statutes (the "Act"), the Articles of Organization of HIGHFIVE FROZEN YOGURT ST. CLOUD, LLC, a Florida limited liability company (the "Company"), filed with the Florida Secretary of State, Tallahassee, Florida, on June 7, 2010, under Document No. L10000061076, are hereby amended, effective August /// 2010, as follows:

1. Article II - Address is hereby deleted in its entirety and the following new Article II - Address is adopted in its place and stead:

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is

3730 Grissom Lane Kissimmee, Florida 34741

2. Article III - Registered Agent, Registered Office and Registered Agent's Signature is hereby deleted in its entirety and the following new Article III - Registered Agent, Registered Office and Registered Agent's Signature is adopted in its place and stead:

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and Florida street address of the registered agent are

Dudley Q. Sharp, Jr., Esq. 369 N. New York Avenue, 3rd Floor Winter Park, Florida 32789

Having been named as registered agent and to accept service of process for HIGHFIVE FROZEN YOGURT ST. CLOUD, LLC, at the place designated in this certificate, 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 relating 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, Florida Statutes.

Dudley Q. Sharp, Jr.

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3. The following new Article IV - Management is adopted in its entirety:

ARTICLE IV - MANAGEMENT

The Company shall be managed by one or more managers. The name and address of the initial manager are stated below:

LARSON MANAGEMENT, INC. 2101 Old Hickory Tree Road St. Cloud, Florida, 34772

4. Except as set forth herein, the Articles of Organization filed June 7, 2010, remain in full force and effect,

IN WITNESS WHEREOF, the undersigned has caused these Articles of Restatement and Amendment to Articles of Organization to be executed the ______ day of August, 2010.

Dudley O Sharp, Jr. as Agent for the Members

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SEUREJARY OF STATE