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EXAMINER

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
CARLTON CAPITAL GROUP, LLC
(a Florida Limited Liability Company)**

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* * *

FIRST: The date of filing of the articles of organization was October 12, 2010 under document number L10000106606.

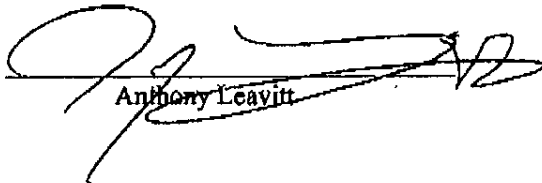
SECOND: The following amendment to the articles of organization was duly adopted by the limited liability company:

ARTICLE FOURTH of the Articles of Organization filed on October 12, 2010 is hereby amended to read as follows:

ARTICLE IV
Management and Authorized Signatories

The limited liability company shall be managed by one or more managers. Each of the managers may act separately and are not required to act together. The name of the managers of the limited liability company are Anthony Leavitt and Scott Howell, each of whom shall be an agent and authorized signatory of the limited liability company.

Signature of a member or authorized representative of a member:


Anthony Leavitt

December 17, 2010

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