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October 5, 1999

VIA FEDERAL EXPRESS

Division of Corporations
Amendment Section
409 East Gaines Street
Tallahassee, FL 32399

200003007582--2
-10/06/99-01077-004
*****60.00 *****60.00

Re: Polo Barn, L.C.

Dear Sir or Madam:

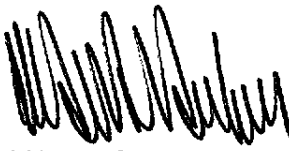
Enclosed please find the following:

1. Articles of Amendment to Articles of Organization of Polo Barn, L.C. (original and one copy); and
2. This firm's check in the amount of \$60.00 to cover the filing fee, certified copy and certificate of status.

After filing, please return the certified copy and certificate of status to us in the enclosed self-addressed return envelope. Thank you for your attention to this matter. Please call if you have any questions.

Sincerely,

BROAD AND CASSEL



Donald P. Dufresne

FILED
99 OCT -6 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DPD:cks

Enclosures

cc: Mr. Italo Caroli (Via facsimile w/out Encls.)

10-12-99

**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
POLO BARN, L.C.**

The following provision of the Articles of Organization of Polo Barn, L.C., a Florida limited liability company filed in Tallahassee, Florida on May 26, 1995, be and they hereby are amended in the following particulars:

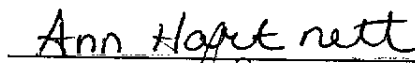
ARTICLE VIII. Managing Members, be and it is hereby amended to read as follows:

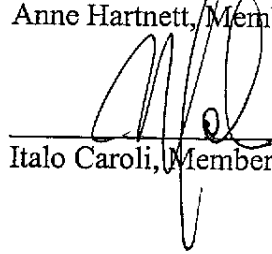
The management of the Company is reserved to the Members. The Members shall elect a Member as the sole Managing Member ("Managing Member"). Said Managing Member shall serve until his resignation or death. The name and address of the elected Managing Member are:

Italo Caroli, 1620 Blvd. Dagenais West, LaVal, Quebec, CANADA H7L5C7.

The foregoing amendment was affirmatively adopted by all Members of the company on this 15th day of October, 1998.


Richard W. Hartnett, Member


Anne Hartnett, Member


Italo Caroli, Member

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TALLAHASSEE, FLORIDA