Division of Corporations
Page 1 of Society Control of Corporations

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H000000394973)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)922-4003

From:

Account Name

: RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL

Account Number: 076077000521

Phone

: (954)761-2910

Fax Number

: (954)764-4996

LIMITED LIABILITY AMENDMENT

KOCH, NEWTON & PARTNERS, L.C.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$55.00

SECRETARY OF STAI

FILED

4000000394973

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF ORGANIZATION OF KOCH, NEWTON & PARTNERS, L.C.

Due to the sale, transfer, and assignment of the membership interest in Eurasian Yacht.

Management, Inc., a British Virgin Islands company of its membership interest in this limited liability company, the following provisions of the Articles of Organization of KOCH, NEWTON PARTNERS, L.C., a Florida limited liability company (the "Company"), filed with the Department of State on August 1, 1996, Charter Number L96000000816, as amended on June 27, 1997, are hereby amended as shown below:

Article 6. of the Company's Articles of Organization is amended to read in its entirety as follows:

6. <u>Members</u>. The members of the limited liability company and their respective addresses are as follows:

John Robert Newton, III 1619 S.E. 13th Street Ft. Lauderdale, FL 33316 Koch, Newton & Partners, S.L. Calle Porto Pi, 4 Palma De Mallorca, 07015 Spain

Article 8. of the Company's Articles of Organization is amended to read in its entirety as follows:

8. <u>Capitalization</u>. The capital contributions of the Members, having an agreed value of \$20,000.00, shall be allocated as follows:

Member	Contribution	Membership Percentage
John Robert Newton, III	US\$10,000	50%
Koch, Newton & Partners, S.L.	US\$10,000	50%

FTL:702881:1

H000000394973

The foregoing amendment was adopted by a Joint Resolution of all the Members and all the Managers of this Company on October 15, 1999.

IN WITNESS WHEREOF, the undersigned, being a Member and the Manager of this

Company has executed this Certificate of Amendment as of July 26, 2000.

By:

John Robert Newton, Manager

JUL 27 PM 12:

FTL:702881:1