

L9700000000441
COMPASS OUTDOOR

FLORIDA/NEVADA



May 28, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Certificate of Amendment

To Whom It May Concern:

This letter is to provide my address and phone # for your use.

Robert Blackford
Compass Outdoor L.C.
3204 S.E. Otis Lane
Port St. Lucie, FL 34984

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Daytime Phone # 561-785-6390

Please call if there are any questions.

Sincerely,

Robert Blackford

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**Certificate of Amendment
to Articles of Organization**

Compass Outdoor L.C.
A Florida Limited Liability Company

L 97-441

- First: The Date of filing of the original Articles of Organization was April 23, 1997
- Second: The following amendments to the Articles of Organization were adopted by the Limited Liability Company:
- Second Article: The county within this state which the offices of the Limited Liability Company is to be located is St. Lucie County, Florida.
- Fourth Article: The name and address of the initial Registered Agent of the limited liability company upon whom and at which process against the limited liability company can be served is Robert F. Blackford, who accepts this appointment and agrees to act in this capacity and who is familiar with and accepts the obligations of this position as registered agent. The address 3204 S.E. Otis Lane, Port St. Lucie, Florida 34984. Mailing address is the same.
- Fifth Article: The limited liability company has four members and is to be managed by one manager who is Robert F. Blackford, who is familiar with and accepts the obligations of this position as Manager.
- Sixth Article: The purpose of Compass Outdoor L.C. is to build a long term residual income and to preserve capital for the benefit of members actively participating in the income producing process through the Outdoor Display business and any other lawful business enterprise.
- Seventh Article: The Initial Members are Robert F. Blackford, Daniel R. Blackford, Robert M. Blackford and Janice B. Blackford as their interests may appear, all 3204 S.E. Otis Lane, Port St. Lucie, Florida 34984. As of the date of this amendment, the active members are Robert F. Blackford and Daniel R. Blackford. No further benefits shall accrue to the benefit or account of any other current or new members without the express written consent of the active members.

Dated May 28, 1999


Signature of Managing Member

Robert F. Blackford
Printed Name

99 JUN 1 1999
SECRETARY OF STATE
DIVISION OF CORPORATE
REGISTRATION
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