L97000001382

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May 12, 1998

Via Express Mail

Florida Department of State Div. of Corporations Ltd. Liability Company Div. P.O. Box 6327 Tallahassee, FL 32314

400002522404--5 -05/13/98--01107--001 *****52.50 *****52.50

Re: Rephil, L.C.

Dear Sir or Madam:

Please find enclosed the Articles of Amendment re Article 14 of the Articles of Organization for the above limited liability company. Also enclosed is a check in the amount of \$52.50 payable to the Florida Department of State.

Sincerely,

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Joseph B. McFarland, P.A. For the Firm

Cc: Philippe Cowez
Renaud Cowez
Gerard Pirot

AHASSÉÉ, FLÖRI

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ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION OF REPHIL, L.C.

Rephil, L.C., a Florida limited liability company, organized on December 8, 1997, and having a document number of L97000001382, hereby makes the following amendment, to be effective May 13, 1998. The amendment was unanimously approved by the members and is signed by all the members.

Article XIV is amended to read as follows:

My Commission Exp. 10/21/2001

ARTICLE XIV WITHDRAWAL OR RETIREMENT OF MEMBER(S)

In the event any member desires to withdraw or retire from the Limited Liability company, or becomes disabled so that he is unable to fulfill his obligations to the Limited Liability Company as specified in these articles, the member shall give sixty (60) days' notice of his intention in writing by telefax, hand delivery, express mail, or receipted mail to the other members at the last known address of each member. This requirement can be waived by the if all the members consent in writing. If any member is adjudged incompetent or insane, his guardian shall give notice to each of the other members in the same manner.