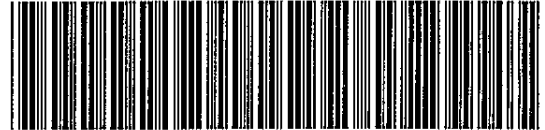


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TALLAHASSEE, FLORIDA



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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
HALCO INVESTMENTS L.C.**

(a Florida Limited Liability Company)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

- FIRST:** The date of filing of the articles of organization was September 11, 1998.
- SECOND:** The following amendment to the articles of organization was adopted by the limited liability company:

First:

"ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Barry Halperin, Personal Representative of the Estate of Maurice Halperin:
Penthouse 01
500 Southeast Fifth Avenue
Boca Raton, FL 33432"

Second:

"Article V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be set forth in the operating agreement.

Article VI - Members Rights to continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be set forth in the operating agreement."


In all other respects, the articles of organization of the limited liability company remain as originally constituted.


Dated this 17th day of ~~August~~^{September}, 2003.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

MEMBERS:

ESTATE OF MAURICE HALPERIN

By: 
Barry Halperin, Personal Representative


Carol Minkin