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To:

Division of Corporations

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From:

Account Name : ROETZEL & ANDRESS Account Number : I20000000121

Phone : (239) 649-6200

Fax Number : (239)261-3659

99-2351

LIMITED LIABILITY AMENDMENT

WITHOUTBRICKS.COM, LLC

Certificate of Status	1
Certified Copy	1
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Estimated Charge	\$60.00

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ARTICLES OF AMENDMENT OF

ARTICLES OF ORGANIZATION OF

WITHOUTBRICKS.COM, LLC

THIS IS TO CERTIFY THAT:

FIRST: These Articles of Amendment amend the Articles of Organization of WithoutBricks.com, LLC (the "Articles"), as filed.

SECOND: On April 26, 1999, the Articles were filed with the Florida Department of State and assigned Document Number L99000002357.

THIRD: On February 9, 2000, a Certificate of Amendment was filed to the Articles to change the name of the limited liability company from Birding.com, L.L.C. to WithoutBricks.com, LLC.

FOURTH: Article I of the Articles provides as follows:

"The name of the limited liability company shall be WithoutBricks.com, LLC ("Company")."

FIFTH: Article I of the Articles, as hereby amended, shall provide as follows:

"The name of the limited liability company shall be Thayer Birding Software, LLC ("Company")."

IN WITNESS WHEREOF, these Articles of Amendment have been duly executed and are being filed in accordance with Section 608.411F.S., as of the 30th day of December, 2003.

Poter W. Theyer, Managing Memile

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STATE OF Florida)
COUNTY OF CONTY) ss:)

The foregoing instrument was acknowledged before me this 244 day of January, 2004, by Peter W. Thayer, as Managing Member of Without Bricks.com, LLC, a limited liability company organized under the laws of the State of Florida, on behalf of the Company. He is () personally known to me or () has produced FL Decorations as identification and did take an oath.

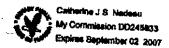
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NOTARY PUBLIC

Name: _____

My Commission Expires:

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