

L99000004078

Florida Department of State
Division of Corporations
Public Access System

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.

(((H05000129226 3)))

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) 205-0383

From:

Account Name : CUMMINGS & LOCKWOOD
Account Number : 102336001100
Phone : (239) 649-3186
Fax Number : (239) 263-0703

LIMITED LIABILITY AMENDMENT

SUNSHINE KIDS JUVENILE PRODUCTS, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$25.00

Electronic Filing Menu

Corporate Filing

Public Access Help

m 5/24/05

RECEIVED
05 MAY 23 AM 11:04
DIVISION OF CORPORATIONS

FILED
05 MAY 23 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF ORGANIZATION
OF
SUNSHINE KIDS JUVENILE PRODUCTS, LLC**

ARTICLE 1
Name

The name of this Limited Liability Company is **SUNSHINE KIDS JUVENILE PRODUCTS, LLC** (the "Company").

ARTICLE 2
Date of Filing Articles

The Articles of Organization of the Company were filed with the Department of State on July 7, 1999.

ARTICLE 3
Amendment of Articles

Article V of the Articles of Organization of the Company is hereby deleted in its entirety and the following is substituted in its place and stead:

ARTICLE V
Management

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

The following new Article VI and Article VII are hereby added to the Articles of Organization:

ARTICLE VI
Limitation on Agency
Authority of Members

Pursuant to Section 608.42335, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

ARTICLE VII
Written Operating Agreement

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the

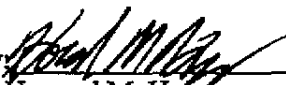
FILED
05 MAY 23 AM 8:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

((H05000129226 3)))

Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written Operating Agreement of the Company, as amended and in existence from time to time.

Dated this 18th day of April, 2005.

By


Howard M. Hujsa

Authorized Representative

2110289_1 4/18/2005

FILED
05 MAY 23 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H05000129226 3)))