TEL#1 - 1.813.263.5669 TEL #2 - 1.727.866.6553

FAX - 1.727.571.4187

1409 N. FT HARRISON, FL 33755, UNIT A CLEARWATER, FL 33755 USA E-MAIL: MRWEBER@TAMPABAY.RR.COM

FEBRUARY 12, 2000

Via Courier

Department of State **Division of Corporations** PO Box 6327 Tallahassee, FL 32314 904 487-6052

******30.00 *****30.00

Amendement to Articles of Organization of Maximo Bait and Tackle, LLC

- Dear Madam or Sir:
 - Enclosed please find
 - One original and one copy of the Articles of Organization for the above-named company.
 - A check in the amount of \$30.00 (\$25.00 filing fee, \$5.00 certificate of status).
 - Please mail the certificate of status and the copy to the following address:

Michael R. Weber, Esq.

1409 N. Ft. Harrison Avenue, Unit A

Clearwater, FL 33755

Day phone: 813 263-5669

Thank you.

Sincerely,

Michael R. Weber, JD, MBA

Enclosures: as stated

CERTIFICATE OF AMENDMENT OF ARTICLES OF ORGANIZATION OF MAXIMO BAIT AND TACKLE, LLC

THIS IS TO CERTIFY THAT:

FIRST: This Certificate amends the Articles of Organization (the "Articles") of Maximo Bait & Tackle, LLC.

SECOND: The Articles were filed with the Florida Department of State on July 7, 1999.

THIRD: Article IV of the Articles previously provided as follows:

"The LLC is to be managed by the members and the names and addresses of the Managing Member(s) (is/are):

Chad Cook, 4801 37TH Street South, St. Petersburg, FL 33762. Tal Aviram, 4801 37TH Street South, St. Petersburg, FL 33762"

FOURTH: Article IV of the Articles, as amended, provided as follows:

"The LLC is to be managed by the members and the names and addresses of the Managing Member(s) (is/are):

Jimmy Aviram, 4801 37TH Street South, St. Petersburg, FL 33762. Chad Cook, 4801 37TH Street South, St. Petersburg, FL 33762."

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S. this 10 day of F_{*} , 2000.

Authorized Person

00 FEB 15 10111: 05