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REFERENCE : 528633 4352312

AUTHORIZATION : *Patricia Pijoto*

COST LIMIT : \$ 35.00

ORDER DATE : December 23, 1999

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CUSTOMER NO: 4352312

CUSTOMER: Ms. Moira K. Kerr
Devorsetz Stinziano Gilberti &
555 East Genesee Street

Syracuse, NY 13202-2159

DOMESTIC AMENDMENT FILING

NAME: WOODBINE JAX COMPANY, L.C.

L99-5517

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

W 12/27
FILED
99 DEC 27 AM 10:53
RECEIVED
99 DEC 27 AM 9:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF**

Woodbine JAX Company, L.C.
(A Florida Limited Liability Company)

Under Section 608.411 of the Florida Statutes

The undersigned, being a Member of Woodbine JAX Company, L.C., hereby certifies that:

FIRST: The name of the limited liability company is Woodbine JAX Company, L.C.

SECOND: The date of filing of the articles of organization was September 2, 1999

THIRD: The following amendments to the articles of organization were adopted by the limited liability company:

(1) Article II of the articles of organization, which sets forth the mailing address and street address of the principal office of the Limited Liability Company, is hereby amended to read:

ARTICLE II - Address:

The mailing address and street address of the principal office of the limited liability company is:

c/o Woodbine Group, Inc
505 East Fayette Street
Syracuse, New York 13202

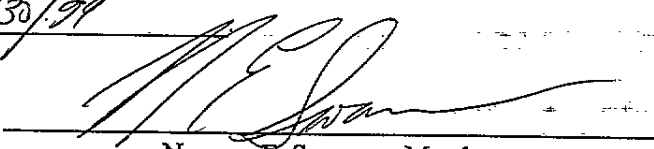
(2) Article IV of the articles of organization, which sets forth the name(s) and address(es) of the manager(s) who is/are to serve as manager(s) of the limited liability company, is hereby amended to read:

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager or managers and the names(s) and address(es) of such manager(s) who is/are to serve as manager(s) is /are:

Norman E. Swanson
505 East Fayette Street
Syracuse, New York 13202

Dated: 11/30/99


Norman E. Swanson, Member
Filing Fee: \$25.00

FILED
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