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LIMITED LIABILITY AMENDMENT

PURE LOUNGE HOLDINGS, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

PURE LOUNGE HOLDINGS, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was June 10, 2003.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

1. ROBERT T. COZEAN resigned as Managing Member of the Limited Liability Company.
2. WHAT ELSE, LLC was elected as Managing Member of PURE LOUNGE HOLDINGS, LLC and its address is:
3. The new registered agent is: Louis J. Terminello, Esq., TERMINELLO & TERMINELLO, P.A., 2700 S.W. 37th Avenue, Miami, FL 33133.

Dated September 25, 19 2003.

[Signature]
Signature of a member or authorized representative of a member

Louis J. Terminello, authorized representative of member

Typed or printed name of signer

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