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2005 OCT 24 P 3:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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LEVY KNEEN, P.L.

FILED

JAYNE REGISTER BARKDULL

ATTORNEYS AT LAW

DIRECT 561.478.4755

jbarkdull@levykneen.com

October 21, 2005 2005 OCT 24 P 3:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: Gaedeke Group, LLC re Amendment to Application for Authorization  
to Transact Business in Florida  
Document No. M0500002381  
Our File No.: 6331.002

Dear Sir or Madam:

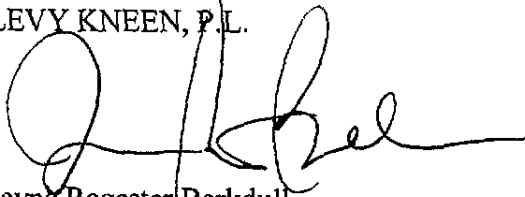
In connection with the above referenced matter, enclosed herewith please find the following:

1. Application by Foreign Limited Liability Company to file Amendment to Application for Authorization to Transact Business in Florida;
2. Certified copy of Articles of Amendment issued by the Office of the Secretary of State of the State of Texas dated October 12, 2005; and
3. This firm's check in the amount of \$55.00 for the filing fee of the Amendment (\$25.00) and certified copy thereof (\$30.00). The purpose of the Amendment as noted is to add Kirk Fetter as a Manager of the LLC.

Thank you for your assistance with respect to this matter. Should you have any questions concerning the enclosed or require any further information in this regard, please call me.

Very truly yours,

LEVY KNEEN, P.L.



Jayne Register Barkdull

JRB:jf  
enc:

cc: Gaedeke Group, LLC

FILED

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO  
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

2005 JUN 24 P 3:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: GAEDEKE GROUP, LLC
2. Jurisdiction of its organization: Texas
3. Date authorized to do business in Florida: May 2, 2005

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? \_\_\_\_\_
5. New name of the limited liability company: \_\_\_\_\_
6. If the amendment changes the period of duration, indicate new period of duration: \_\_\_\_\_
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: \_\_\_\_\_
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: \_\_\_\_\_
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

\_\_\_\_\_  
Signature of a member or the authorized  
representative of a member

\_\_\_\_\_  
SABINE GAEDEKE STENER

\_\_\_\_\_  
Typed or printed name of signee

Filing Fee: \$25.00

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Roger Williams  
Secretary of State

## Office of the Secretary of State

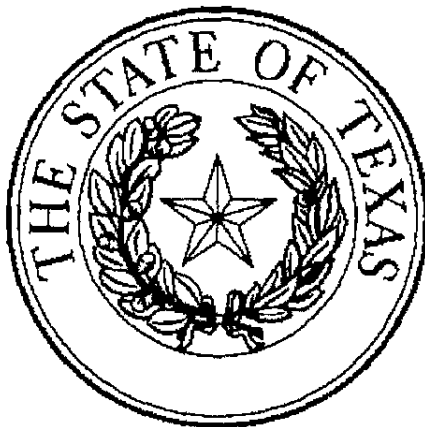
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Gaedeke Group, L.L.C.  
Filing Number: 701319522

Articles of Amendment

October 12, 2005

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on October 20, 2005.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams  
Secretary of State

Form 409  
(revised 9/05)

This space reserved for office use.



**FILED**  
In the Office of the  
Secretary of State of Texas

OCT 12 2005

**Corporations Section**

Return in Duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
FAX: 512/463-5709  
Filing Fee: \$100

**Articles of Amendment  
Pursuant to Article 3.06,  
Texas Limited Liability  
Company Act**

**Article 1 -Name**

The name of the limited liability company is as set forth below:

GAEDEKE GROUP, L.L.C.

State the name of the entity as it is currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name in Article 1.

The filing number issued to the company by the secretary of state is: 701319522

**Article 2—Amended Name**

(If the purpose of the articles of amendment is to change the name of the company, then use the following statement)

The amendment changes the articles of organization to change the article that names the limited liability company. The article in the Articles of Organization is amended to read as follows:

The name of the limited liability company is (state the new name of the company below)

The name of the entity must contain an organizational ending or accepted abbreviation of such term. The name must not be the same as, deceptively similar to or similar to that of an existing corporate, limited liability company, or limited partnership name on file with the secretary of state. A preliminary check for "name availability" is recommended.

**Article 3—Amendment to Registered Agent/Registered Office**

The amendment changes the articles of organization to change the article stating the registered agent and the registered office address of the company. The article is amended to read as follows:

Registered Agent of the Limited Liability Company  
(Complete either A or B, but not both. Also complete C.)

A. The registered agent is an organization (cannot be company named above) by the name of:

OR

B. The registered agent is an individual resident of the state whose name is set forth below.

First Name	MI	Last Name	Suffix

Registered Office of the Limited Liability Company (Cannot be a P.O. Box.)

C. The business address of the registered agent and the registered office address is:

Street Address	City	State	Zip Code
RECEIVED		TX	

OCT 12 2005

Secretary of State

**Article 4 – Other Altered, Added, or Deleted Provisions**

Other changes or additions to the articles of organization may be made in the space provided below. If the space provided is insufficient to meet your needs, you may incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area [The attached addendum, if any, is incorporated herein by reference.]

Please revise Article Six of our previously filed Articles of Amendment of Articles of Organization		
Werner Gaedeke	Member/Manager	Eiffestrasse 585 20537 Hamburg, Germany
Sabine Gaedeke Stener	Member/Manager	3710 Rawlins Street, Suite 1000 Dallas, TX 75219
Kirk Fetter	Manager	390 N. Orange Avenue, Suite 1840 Orlando, FL 32801

**Article 5—Date of Adoption**

The date of the approval of the amendment(s) is October 12, 2005

**Article 6—Statement of Approval (check either A or B)**

- A. The company has no members, has not received any capital, and has not commenced business. In accordance with Section G of Article 2.23 of the Act, the amendments to the articles of organization were approved by a majority of the initial managers named in the articles of organization.
- B. The amendments were approved by all members of the limited liability company in accordance with Section H of Article 2.23 of the Act or as otherwise provided in the articles of organization or the regulations of the company.


**Effectiveness of Filing**

- A.  This document will become effective when the document is filed by the secretary of state.
- OR
- B.  This document will become effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is \_\_\_\_\_

**Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a false or fraudulent document.

10/12/05  
Date

  
 \_\_\_\_\_  
 SABINE STENER  
 SIGNATURE OF AUTHORIZED MEMBER/MEMBER