Filing Fee: \$50.00 (See footnote below) ID Number: 39814



Form No. 401 Revised: 01/99

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Corporations Division 100 North Main Street Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION (To Be Filed In Duplicate)

Pursuant to the provisions of Section 7-16-12 of the General Laws, 1956, as amended, the undersigned limited liability company hereby amends its Articles of Organization as follows:
1. The name of the limited liability company is:
Change & Phyl ILC
2. The Articles of Organization of the limited liability company as amended or restated to date are amended as follows:
[Insert Amendment(s)]
(If additional space is required, please list on separate attachment)
1. The limited Liability Company is intended to be treated
for the purposes of federal income torration as a
2. "Limited Liability Company operating agreement" dated May 5, 2004
3. The effective date of this amendment, if later than the date of the filing of these Articles of Amendment, is:
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)
(not prior to, nor more than 30 days after, the filing of these Afticles of Amendment)
Under penalty of perjury, I declare and affirm that I have
examined these Articles of Amendment, including any
accompanying attachments, and that all statements contained herein are true and correct.
Date: May 3, 2004 Chemm & Phul LLC Print Name of Limited Liability Company
Phili Name of Elimited Classiffy Company
By M
Signature of Authorized Person
Filing fee footnote
If the purpose of this amendment is solely to indicate a change in managers pursuant to Section 7-16-12(a)(2), the filing fee shall be \$10.00.

MAY 05 2004 By Krue