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TALLAHASSEE, FLORIDA

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LIMITED LIABILITY AMENDMENT

CIMAX VERTICAL II, LLC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION**

OF

**CIMAX VERTICAL II, LLC**

1. The name of the limited liability company is **CIMAX VERTICAL II, LLC** (the "Company"). The Company's Articles of Organization were originally filed with the Secretary of State of Florida on February 27, 2004 AND ARE HEREBY AMENDED AND RESTATED IN ITS ENTIRETY.

2. This Amendment and Restatement of the Articles of Organization are duly executed and are being filed in accordance to Section 606.411 of the Florida Limited Liability Act.

**ARTICLE I**

**Name**

The name of this limited liability company is **CIMAX VERTICAL II, LLC** hereinafter "the Company").

**ARTICLE II**

**Address**

The principal street and mailing address of the Company is 3169 NE 163<sup>rd</sup> Street, North Miami Beach, Florida 33160.

**ARTICLE III**

**Purpose**

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

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TALLAHASSEE, FLORIDA

**ARTICLE IV**

**Registered Office and Agent**

The name and mailing address of the initial registered office and the initial registered agent

of the Company is:

World Corporate Services, Inc.  
2665 South Bayshore Drive  
Suite 703  
Miami, Florida 33133

**ARTICLE V**

**Registered Office and Agent**

**Duration**

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

**ARTICLE VI**

**Purpose**

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

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**ARTICLE VII**

**Management**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Company will be managed by at least one (1) manager and is, therefore, a manager-managed company. The initial managers shall be:

Pedro Moreira  
Madalena Dos Santos Martins  
Alfonso Rodriguez

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

  
Pedro Moreira, Authorized Representative


STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF MIAMI-DADE    )

I HEREBY CERTIFY that on this day, before me, personally appeared Pedro Moreira, who is well known to me to be the person described in and who executed these Amended and Restated of Articles Organization as Manager, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this 8<sup>th</sup> day of August, 2005.

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My Commission Expires: 05/11/07

 Zoraida Seljo  
Commission #DD205900  
Expires: May 11, 2007  
Bonded Thru  
Troy Palm Insurance