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((H05000214922 3)))

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DIVISION OF CORPORATIONS

LIMITED LIABILITY AMENDMENT

FREEWAY ALLIANCE, LLC

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H05000214922 3

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF
FREEWAY ALLIANCE, LLC.**

The undersigned, being a member of Freeway Alliance, LLC., hereby files these duly executed Amended and Restated Articles of Organization of Freeway Alliance, LLC., pursuant to Section 608.411 of the Florida Limited Liability Company Act:

FIRST: The name of the limited liability company is Freeway Alliance, LLC.

SECOND: The Articles of Organization were filed on March 31, 2004 and assigned document number L04000024624.

THIRD: The Articles Organization is amended in its entirety to read as follows:

"ARTICLE I. NAME

The name of this limited liability company is Freeway Alliance, LLC.

ARTICLE II. ADDRESS

The street and mailing address of this limited liability company are: 1569 NW 82 Avenue, Miami, Florida 33126.

ARTICLE III. REGISTERED AGENT

The name and street address of the registered agent are: CorpWiz Registered Agents, Inc., 8750 N.W. 36 Street, Suite 220, Miami, Florida 33178.

ARTICLE IV. MANAGEMENT

This limited liability company is to be manager-managed. The name and address of the initial manager are: Management Alliance Corp., 1569 NW 82 Avenue, Miami, Florida 33126."

FOURTH: These Amended and Restated Articles of Organization shall be effective as of August 17, 2005.

IN WITNESS WHEREOF, the undersigned member executed this instrument on September 8, 2005.


Amicorp Trustees (New Zealand) Limited in its capacity as
Trustee of The Papuca Trust, Member
By: Edward J. Rogers, Title: Director
By: Gerlof Bouma, by Proxy

H05000214922 3