

L 04000068761

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TALLAHASSEE, FLORIDA

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CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: TRACY SPEAR  
DATE: 11/16/05  
REF. #: 000150.44462  
CORP. NAME: MACA REALTY HOLDINGS LLC

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- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK           | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP              | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                           | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |  |
| <input type="checkbox"/> OTHER:                      |   |  |

STATE FEES PREPAID WITH CHECK# 514942 FOR \$ 55.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

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| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

**CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION  
OF**

**MACA REALTY HOLDINGS LLC  
a Florida limited liability company**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, the undersigned Company adopts the following Certificate of Amendment to its Articles of Organization:

1. The name of the limited liability company is MACA REALTY HOLDINGS LLC (the "Company").
2. The Articles of Organization were filed on September 21, 2004, and assigned document number L04000068761.
3. The Amendments to the Articles of Organization set forth below were adopted pursuant to the Operating Agreement of the Company dated as of September 21, 2004.
4. The Company's Articles of Organization are hereby amended as follows:
  - a. Article II of the Company's Articles of Organization is deleted and replaced with:

The mailing address and street address of the principal office of the Company is 3839 West 16th Avenue, Hialeah, FL 33012.

- b. Article IV of the Company's Articles of Organization is deleted and replaced with the following new Article IV, as follows:

The Company is to be managed by: a manager or managers and the name(s) and address of such manager is:

Venture One, LLC  
3839 West 16th Avenue  
Hialeah, FL 33012

- b. The registered agent / registered office of the Company is hereby replaced with the following (see attached Certificate of Designation of Registered Agent / Registered Office):

Registered Agent: Maurice Cayon  
Registered Office: 3839 West 16th Avenue  
Hialeah, FL 33012


5. Except as hereby amended, the Articles of Organization of the Company shall remain the same.


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IN WITNESS WHEREOF, the undersigned, consisting of the initial Manager of the Company and the Manager replacing the initial Manager of the Company, have executed this Certificate of Amendment as of November 15, 2005.

INITIAL MANAGER:

MANAGER THAT REPLACED THE  
INITIAL MANAGER:

  
\_\_\_\_\_  
Maurice Cayon

VENTURE ONE, LLC,  
a Florida limited liability company  
By:   
\_\_\_\_\_  
Maurice Cayon, Authorized Manager

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: MACA REALTY HOLDINGS LLC
2. The name and the Florida street address of the registered agent are:

Maurice Cayon  
NAME

3839 West 18th Avenue  
Hialeah, FL 33012

Florida street address (P.O. BOX NOT ACCEPTABLE)

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
SIGNATURE