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Division of Corporations
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Florida Dept of State



September 6, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SKYLAKE REDEVELOPMENT, LLC
P O BOX 273760
BOCA RATON, FL 33427US

SUBJECT: SKYLAKE REDEVELOPMENT, LLC
REF: L04000083495

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ADAM R. SCHIFFMAN, P.A.
ATTORNEYS AT LAW
CONCORDE CENTRE II • SUITE 900
2999 NORTHEAST 191 STREET
AVENTURA, FLORIDA 33180
DADE (305) 682-1328
FAX (305) 682-0063

FACSIMILE TRANSMITTAL SHEET

TO:

NAME:

FIRM/COMPANY: Florida Department of State - Division of Corporations
ELECTRONIC FILING

TELEFAX NUMBER: (850) 205-0383

FROM:

ADAM R. SCHIFFMAN, ESQUIRE
(The original of this document is being retained by the sender but will be transmitted by mail upon request).

OUR FILE #: Skylake Redevelopment, LLC

DATE: September 5, 2006

TOTAL NUMBER OF PAGES (INCLUDING TRANSMITTAL SHEET): 6

COMMENTS: See attached.

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THE INFORMATION CONTAINED IN THIS TRANSMISSION MAY BE ATTORNEY/CLIENT PRIVILEGED AND CONFIDENTIAL. IT IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPY OF THIS COMMUNICATIONS IS PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. WE WILL REIMBURSE YOUR COSTS. THANK YOU FOR YOUR COOPERATION.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SKYLAKE REDEVELOPMENT, LLC**

1. The name of the limited liability company (the "Company") at this time is SKYLAKE REDEVELOPMENT, LLC

2. The Articles of Organization were filed with the Florida Department of State on November 17, 2004 under Document Number L04000083495.

3. The following amendment to the Articles of Organization was adopted by the Members of the Company on August 15, 2006:

A. Article II is hereby amended to provide that the principal office of the Company, and the Company's mailing address, shall be 1380 N.E. Miami Gardens Drive, Suite 240, North Miami Beach, Florida 33179.

B. Article IV is hereby amended to provide that the Company's registered agent, and registered office, shall be Adam R. Schiffman, Esquire, 2999 N.E. 191 Street, Suite 900, Aventura, Florida 33180.

C. Article V is hereby amended to provide that there shall be two managers of the Company, whose names and addresses, at this time, are as follows:

MARCOS FRAYND
P.O. Box 85066
Hallandale Beach, Florida 33008

SAUL FRAYND
P.O. Box 85066
Hallandale Beach, Florida 33008

B. The amendment made hereunder shall be effective, as allowed by Florida law, on the earlier of (i) the date hereof, or (ii) the date of filing of these Articles of Amendment with the Florida Department of State.

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IN WITNESS WHEREOF, all of the Members of the Company have executed these Articles of Amendment this 15th day of August, 2006.

PHILER USA, INC., a Florida corporation, as Member
By: [Signature]
MARCOS FRAYND, as President

FONTANA USA, INC., a Florida corporation, as Member
By: [Signature]
MARCOS FRAYND, as President

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

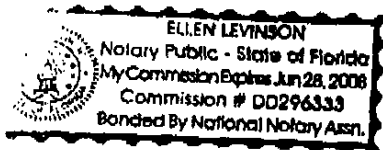
BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared Marcos Fraynd, as President of Philer USA, Inc., a Florida corporation, as Member of Skylake Redevelopment, LLC, who provided Florida Driver's License as identification, executed the foregoing Articles of Amendment, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 16th day of August, 2006.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

[AFFIX NOTARY SEAL]



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

BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared Marcos Fraynd, as President of Fontana USA, Inc., a Florida corporation, as Member of Skylake Redevelopment, LLC, who provided FLORIDA Drivers License as identification, executed the foregoing Articles of Amendment, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 10th day of August, 2006.

Ellen Levinson

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

[AFFIX NOTARY SEAL]



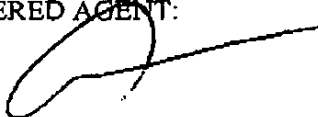
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STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of Adam R. Schiffman, Esquire, and agrees to comply with the provisions of the laws of Florida, including section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process. The undersigned is familiar with, and accepts, the obligations of the position of registered agent.

Dated: August 15, 2006

REGISTERED AGENT:



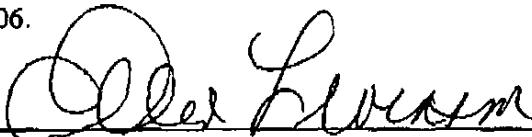
ADAM R. SCHIFFMAN, ESQUIRE

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

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BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared Adam R. Schiffman, Esquire, as Registered Agent of Skylake Redevelopment, LLC, who provided FLORIDA DRIVER'S LICENSE as identification, executed the foregoing Articles of Amendment, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 16th day of August, 2006.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

[AFFIX NOTARY SEAL]

