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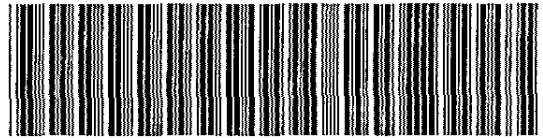
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032  
REFERENCE : 229850 5014227  
AUTHORIZATION : *Patricia Pujols*  
COST LIMIT : \$ 55.00

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SECURITY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : February 28, 2005

ORDER TIME : 4:51 PM

ORDER NO. : 229850-005

CUSTOMER NO: 5014227

CUSTOMER: Robert J. Burnett, Esq  
Becker & Poliakoff, P.A.  
3111 Stirling Road

Fort Lauderdale, FL 33312

DOMESTIC AMENDMENT FILING

NAME: BROWARD GP, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
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       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 2951

EXAMINER'S INITIALS: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF ORGANIZATION  
OF  
BROWARD GP, LLC**

Pursuant to Sections 608.411 of the Florida Limited Liability Company Act, the Articles of Organization of BROWARD GP, LLC (the "Company") originally filed with the Secretary of State of the State of Florida on November 29, 2004, and assigned Document Number L04000085750, are hereby amended as follows:

Article VI of the Articles of Organization of this Company is amended in its entirety to read as follows:

**ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS**

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of a majority of those managing members of the Company in attendance at a duly called meeting of the managing members at which a quorum exists or by written consent of a majority of the managing members of the Company. Any new member which is approved by the managing members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the managing member at which a quorum exists or by written consent of a majority of the managing members of the Company as set forth in the Operating Agreement, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Operating Agreement of the Company.

Article VII of the Articles of Organization of this Company is amended in its entirety to read as follows:

**ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER**

Except as may be otherwise provided in the Operating Agreement, an assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of a majority of those managing members of the Company in attendance at a duly called meeting of the managing members of the Company as set forth in the Operating Agreement, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Operating Agreement of the Company.

Article VIII of the Articles of Organization of this Company is amended in its entirety to read as follows:

**ARTICLE VIII. DISSOLUTION OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the managing members elect to continue the Company either upon the affirmative vote of a majority of those managing members of the Company in attendance at a duly called meeting of the managing members at which a quorum exists or by written consent of a

majority of the managing members of the Company, and so long as there remains at least one (1) member of the Company.

Article IX of the Articles of Organization of this Company is amended in its entirety to read as follows:

#### ARTICLE IX. MANAGING MEMBERS

The Company shall be managed by its managing members. The name and address of the initial managing member is set forth below. The initial managing member shall serve as managing member until the first annual meeting of members or until his successor is elected and shall qualify.

Initial managing member:	Michael Bedzow
Address:	20803 Biscayne Boulevard, Suite #200 Aventura, Florida 33180

Article XI of the Articles of Organization of this Company is amended in its entirety to read as follows:

#### ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

The managing members may adopt, alter, amend or repeal any provision of the Articles of Organization upon the affirmative vote of a majority of those managing members of the Company in attendance at a duly called meeting of the managing members at which a quorum exists or by written consent of a majority of the managing members of the Company.

Article XII of the Articles of Organization of this Company is amended in its entirety to read as follows:

#### ARTICLE XII. AMENDMENT OF OPERATING AGREEMENT

Pursuant to Section 608.423 (1) of the Act, the managing members of the Company may adopt, alter, amend or repeal any provision of the Operating Agreement upon the affirmative vote of a majority of those managing members of the Company in attendance at a meeting of the managing members duly called at which a quorum exists or by written consent of a majority of the managing members of the Company, provided, however, any provision which has been previously adopted, altered or amended by the members and which states that it may only be amended, altered or repealed by the members, may not be altered, amended or repealed by the managing members but shall only be amended, altered or repealed upon the affirmative vote of majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

RX TIME 02/28 05 15:50

LOCATION:

IN WITNESS WHEREOF, the undersigned managing member has executed the foregoing Articles of Amendment to the Articles of Organization of the Company as of this 28 day of February, 2005.

By:

  
MICHAEL BEDZOW