

L12000067015

Florida Department of State
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ACTUAL GROVE HILL REAL ESTATE LLC

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B. BOSTICK

MAY 24 2012

EXAMINER

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Actual Grove Hill Real Estate LLC L12000067015
Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on May 17, 2012.

Article III. Address

The Company's street and mailing address is:

Actual Grove Hill Real Estate LLC
2645 S. BAYSHORE DRIVE - UNIT: 2101
Miami FL 33133

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410 UNITED STATES

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
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Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests; unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VII. Management

This will be a manager-managed company. The name and address of each manager is:

JORGE NUNO ODONE DE V. DA S. SALGADO
2645 S. BAYSHORE DRIVE - UNIT: 2101 Miami FL 33133
ACTUAL REAL ESTATE INC.
2645 S. BAYSHORE DRIVE - UNIT: 2101 Miami FL 33133

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Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
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Article VIII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Actual Grove Hill Real Estate LLC

By: 
by Valerie Hawk-Donohue as atty-in-fact

Name: Actual Real Estate Inc.

Title: MGR

Date: May 23, 2012

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:

Actual Grove Hill Real Estate LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

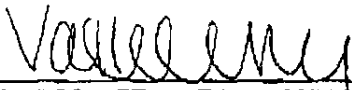
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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS NETWORK INC.
Steven Buchta, Executive Vice President
Valerie Hawk-Donohue, Special Secretary

Date: May 23, 2012

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