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To: Division of Corporations
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DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT INSIDE PROPERTY MANAGEMENT, L.L.C.

SEC. STATE TALE
TALLAHASSEE FLORIDA

02 NOV -4 AM 9:50

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**FIRST AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
Inside Property Management, L.L.C.**

Pursuant to the provisions of Section 608.411 of the Florida Statutes, the above-named Limited Liability Company, (the "Company"), provides the following information and adopts the following First Amended and Restated Articles of Organization:

(a) The current name of the limited liability company:

Inside Property Management, L.L.C.

The name of the limited liability company after the amendment and restatement:

Inside Property Management, L.L.C.

(b) The date of filing of the original articles of organization: May 6, 2002, and a name change was filed on June 7, 2002.

(c) The effective date of this amendment and restatement shall be when filed with the Florida Department of State.

(d) The amendment and restatement to the articles of organization adopted by the limited liability company is as follows:

All existing Articles (Article I through Article VII) are deleted in its entirety and replaced with the following Articles I through IV:

**ARTICLE I
NAME**

The name of the Limited Liability Company is: Inside Property Management, L.L.C.

**ARTICLE II
ADDRESS**

The mailing address of the principal office of the Limited Liability Company is c/o Allen & Galego, 601 Brickell Key Drive, Suite 805, Miami, Florida 33131. The street address of the principal office of the Limited Liability Company is c/o Allen & Galego, 601 Brickell Key Drive, Suite 805, Miami, Florida 33131.

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**ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S
SIGNATURE**

The name and street address of its initial registered agent are Allen & Galego, 601 Brickell Key Drive, Suite 805, Miami, Florida 33131.

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 as provided for in Chapter 608, F.S.

Dated as of the 31st day of October, 2002.

Allen & Galego, by:


Robert N. Allen, Jr., President

**ARTICLE IV
MANAGEMENT**

The Company is to be managed by one manager and is, therefore, a manager-managed company.

(c) This amendment and restatement was approved by all of the Company's Members, who then directed Luis F. Salazar Peralta, the Company's Manager, to execute this document on their behalf, and the Manager did so as their authorized representative on this the 31st day of October, 2002, all in conformity with Section 608.411(5) of the Florida Statutes.


Signature of authorized representative of a Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Typed name of authorized representative of a Member who is signing these Articles: Luis F. Salazar Peralta.

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CHANGE IN REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Section 608.416 of the Florida Statutes, the Company provides the following information:

(a) Name of the limited liability company:

Inside Property Management, L.L.C.

(b) The street address of its current registered office:

2250 SunTrust International Center
One S.E. Third Avenue
Miami, Florida 33131

(c) The new street address of its registered office:

601 Brickell Key Drive, Suite 805, Miami, Florida 33131

(d) The current registered agent is to be changed to Allen & Gallego.

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 as provided for in Chapter 608, F.S.

Dated as of the 31st day of October, 2002.

Allen & Galego, by:

Robert N. Allen, Jr.
Robert N. Allen, Jr., President

(e) That such change in Registered Office and Registered Agent was authorized by all the Members, who then directed Luis F. Salazar Peralta, the Company's Manager, to execute this document on their behalf, and the Manager did so as their authorized representative on this the 31st day of October, 2002, all in conformity with Section 608.416 of the Florida Statutes.

Luis F. Salazar Peralta
Signature of authorized representative of a Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Fax Audit Number: H02000221455

Typed name of authorized representative of a Member who is signing these Articles: Luis F. Salazar Peralta.

Preparer:

Robert N. Allen, Jr., Esq.

Allen & Galego*(see fictitious name filing for registered agent)

601 Brickell Key Drive, Suite 805

Miami, Florida 33131

Ph. (305) 372-3300

Florida Bar No. 0329576

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