

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : STEEL HECTOR & DAVIS
Account Number : 071541002004
Phone : (305) 577-4726
Fax Number : (305) 577-7001**LIMITED LIABILITY AMENDMENT****PIVOCA, L.L.C.**

Certificate of Status	0
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Page Count	02
Estimated Charge	\$55.00

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2004 JUN 24 A 10: 00
AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
PIVOCA, L.L.C. TALLAHASSEE, FLORIDA

Pursuant to Section 608.411 of the Florida Limited Liability Company Act, PIVOCA, L.L.C., a Florida limited liability company (the "Company"), whose articles of organization were filed with the Secretary of State of Florida on March 29, 2004, with an effective date of April 1, 2004, does hereby certify that these Amended and Restated Articles of Organization were duly adopted by the sole Member of the Company by a Written Consent of the Member on June 23, 2004.

The text of the Articles of Organization of the Company is hereby amended and restated in its entirety, effective as of the date of filing of these Amended and Restated Articles of Organization with the Secretary of State of Florida, as follows:

ARTICLE I
NAME

The name of the limited liability company is PIVOCA, L.L.C.

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company is c/o Peninsula Registered Agents, Inc., 200 South Biscayne Boulevard, Suite 4000, Miami, Florida 33131.

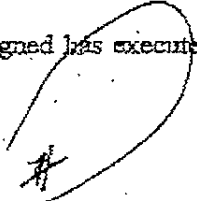
ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the registered agent and registered office of the Company is Peninsula Registered Agents, Inc., 200 South Biscayne Boulevard, 43rd Floor, Miami, Florida 33131.

ARTICLE IV
MANAGEMENT

The Company is to be managed by its Member, as set forth in its Operating Agreement, and is therefore a member-managed company.

IN WITNESS WHEREOF, the undersigned has executed this written consent to action this 23rd day of June, 2004.


Isaac Perez, Sole Member

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE** SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

- (1) The name of the limited liability company is PIVOCA, L.L.C.
- (2) The name and street address of the Florida registered agent and office are:

Peninsula Registered Agents, Inc.
200 South Biscayne Boulevard
43rd Floor
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 the 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 in Chapter 608, F.S.

PENINSULA REGISTERED AGENTS, INC.

By: 
Debra Palmisano, Vice President

Date: June 23, 2004