

00000004588



ACCOUNT NO. : 072100000032

REFERENCE : 685818 10056A

AUTHORIZATION : *Patricia Pajoto*

COST LIMIT : \$ 25.00

ORDER DATE : May 4, 2000

ORDER TIME : 10:03 AM

300003239863-5

ORDER NO. : 685818-005

CUSTOMER NO: 10056A

CUSTOMER: Burton Sharff, Esq
Burton G. Sharff, P.a.
2315 South Congress Avenue

West Palm Beach, FL 33406

DOMESTIC AMENDMENT FILING

L-4578

NAME: GATOR REAL ESTATE HOLDINGS,
LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

3p

WR 5/5
FILED
00 MAY -4 PM 12:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
00 MAY -4 PM 12:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32399

AMENDED ARTICLES OF ORGANIZATION OF GATOR REAL ESTATE HOLDINGS, LLC

These Amended Articles amend those filed on April 20, 2000, and were adopted by the limited liability company.

ARTICLE I - NAME

The name of the limited company is **GATOR REAL ESTATE HOLDINGS, LLC**

ARTICLE II - PURPOSE

The purpose of the limited liability company shall be to acquire real property for investment purposes or for the purpose of re-sale.

The company, through its manager, shall negotiate for the purchase and/or sale of properties, as well as the management and financing thereof.

ARTICLE III - ADDRESS

The mailing address and the street address of the principal office of the limited liability company is:

Gator Real Estate Holdings, LLC
2440 S.E. Federal Highway
Stuart, Florida 34994

FILED
00 MAY -11 PM 12:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE IV -

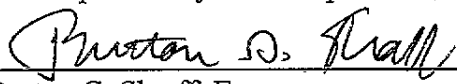
REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT

SIGNATURE

The name and Florida street address of the registered agent and registered office is as follows:

Burton G. Sharff, Esq.,
2315 South Congress Avenue
West Palm Beach, FL 33406

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.


Burton G. Sharff, Esq.,

ARTICLE V - MEMBERS

The members of the limited liability company at the time of filing of these Articles are:

Stanley R. Garris	Christopher Garris	Char O'Donnell
P.O. Box 359	P.O. Box 259	P.O. Box 359
Stuart, Florida 34994	Stuart, Florida 34994	Stuart, Florida 34994

Further members may be admitted upon the consent of the then existing member or members.

ARTICLE VI - MANAGEMENT

The limited liability company is to be managed by one manager or more managers and is, therefore, a manager - managed company.


ARTICLE VII - CONTRIBUTION BY MEMBERS

The interest of any member who fails to make any contribution that the member is obligated to make shall be subject to penalties for, or consequences of, such failure. Such penalties or consequences, at the option of the remaining members, may take the form of reducing the defaulting member's proportionate membership interest in the limited liability company, subordinating the defaulting member's interest in the limited liability company to that of the non-defaulting members, a force sale of the defaulting member's membership interest, the forfeiture of the defaulting member's membership interest, the lending by the other members of the amount necessary to meet the defaulting member's commitment, a fixing of the value of the value of the defaulting member's membership interest by appraisal or by formula and redemption or sale of the defaulting member's membership interest at such value, or other penalties or consequences.

ARTICLE VIII - OPERATING AGREEMENT

The operating agreement and organizational rules issued by the members following formation of the limited liability company shall further govern the management of the limited liability company, but shall not be inconsistent herewith nor inconsistent with the provisions of Chapter 608.401 through 608.403, Florida Statutes, (known as the Florida Limited Liability Company Act), or any successor Statute thereto.

These Amended Articles of organization are dated this 3 day of May, 2000.


Burton G. Sharff, authorized representative of
a member

FILED
MAY -4 PM 12:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA