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CAPITAL CONNECTION, INC.

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CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222	ALLAHASSE SAZIS
Riverwalk Hotels, LLC	
	Art of Inc. File
	LTD Partnership File
	Foreign Corp. File
•	L.C. File
	Fictitious Name File
	Trade/Service Mark
	Merger File
	Art. of Amend. File
	RA Resignation
•	Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
	Photo Copy
	Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
	Fictitious Search
Signature	Fictitious Owner Search
3	Vehicle Search
	Driving Record
Requested by:	UCC 1 or 3 File
Name Date Time	UCC 11 Search
	UCC 11 Retrieval
Walk-In Will Pick Up	Courier

SECOND AMENDED ARTICLES OF ORGANIZATION FOR Riverwalk Hotels, LLC a Florida Limited Liability Company

ARTICLE I - Name:

The name of the Limited Liability Company is:

Riverwalk Hotels, LLC

ARTICLE II - Address:

OS OR S PARSON SE The mailing address and street address of the principal office of the Limited Liability Company is

> c/o Stevan J. Pardo Pardo & Gainsburg, LLP 2 South Biscayne Boulevard, Suite 2475 Miami, Florida 33131

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

perpetual.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a managing member, and the name and address of such managing member is:

> Riverwalk SGB Management, Inc., a Florida corporation c/oPardo & Gainsburg, LLP 2 South Biscayne Boulevard, Suite 2475 Miami, Florida 33131

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: none, unless first agreed upon, in writing, by all of the members.

Riverwalk SGB Management, Inc.

Stevan J. Pardo, as President

(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.)

Date: December 14, 2006

