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MOMBACH BOYLE HARDIN

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LIMITED LIABILITY AMENDMENT

STRATEGIC REAL ESTATE, LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
STRATEGIC REAL ESTATE, LLC**

STRATEGIC REAL ESTATE, LLC, a Florida limited liability company, filed its Articles of Organization on May 22, 2000, and Amendment to Articles of Organization on July 5, 2000. STRATEGIC REAL ESTATE, LLC desires to integrate into a single instrument all provisions of its Articles of Organization in effect and at the same time amend its Articles of Organization by adopting this Amended and Restated Articles of Organization in accordance with Florida Statute 608.411(3).

**ARTICLE I
NAME**

The name of the limited liability company shall be STRATEGIC REAL ESTATE, LLC.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the limited liability company shall be located at 801 Brickell Avenue, Suite 900, Miami, FL 33131, and the limited liability company shall have the power and authority to establish branch offices at any other place or places as the Manager may designate.

**ARTICLE III
DURATION**

The limited liability company shall have perpetual duration.

**ARTICLE IV
MANAGEMENT**

The limited liability company is a manager-managed company and shall have one (1) Manager and one (1) Assistant Manager. The number of Managers and Assistant Managers may be increased or decreased from time to time by the Members, as provided in the Operating Agreement of the limited liability company, but there shall never be less than one (1) Manager.

The name and address of the Manager of the limited liability company are:

Stephen D. Cox
801 Brickell Avenue, Suite 900
Miami, FL 33131

Prepared by:
David C. Hardin, Esq.
Mombach, Boyle & Hardin, P.A.
500 E. Broward Blvd., Suite 1950
Ft. Lauderdale, Florida 33395
(954)467-2200
Florida Bar Number 218987

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The name and street address of the Assistant Manager of the limited liability company are:

Michele Nyakas-Cepero
10920 S.W. 41 Street
Miami, FL 33165

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the limited liability company is 500 East Broward Boulevard, Suite 1950, Ft. Lauderdale, Florida 33394, and the registered agent at that office is David C. Hardin.

ARTICLE VI
EFFECTIVE DATE

These Amended and Restated Articles of Organization shall become effective upon filing by the Department of State of the State of Florida.


ARTICLE VII
INDEMNIFICATION

The limited liability company is hereby specifically authorized to make provision for the indemnification of Managers, employees and agents to the full extent permitted by law.

The above-referenced Amended and Restated Articles of Organization has received the vote and approval of members possessing at least fifty-one (51%) percent of the membership interests of STRATEGIC REAL ESTATE, LLC.

The undersigned, as authorized representative of SRE INTERNATIONAL, INC., a member of the limited liability company, certifies that this instrument constitutes the Amended and Restated Articles of Organization of STRATEGIC REAL ESTATE, LLC.

Dated this 15th day of February, 2001.



DAVID C. HARDIN

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