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		Bond,				
		SCHOENECK & KING, P.A.				
	· · · · · · · · · · · · · · · · · · ·	Attorneys at Law				
		4001 Tamiami Trail North				
	City/	Suite 404 Naples, FL 34103-3555 1e #				

Office Use Only

Examiner's Initials

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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···	(Corpor	ation Name)	(Document #)	****225.00	*****50.00
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AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF

TERRENE RESIDENTIAL, L.L.C.

The present name of the limited liability company is Terrene Residential, L.L.C. (the "Limited Liability Company"). The Limited liability Company has not changed the name under which it was originally filed. The Limited Liability Company's original Articles of Organization were filed with the Florida Department of State on June 12, 2000 and assigned document number L00000007051. These Amended and Restated Articles of Organization shall become effective upon filing with the Florida Department of State. Upon filing, the original Articles of Organization shall be superseded and these Amended and Restated Articles of Organization shall be the articles of organization of the Limited Liability Company. These Amended and Restated Articles of Organization shall be the articles of Organization were duly executed and are being filed in accordance with Section 608 Forida Statutes, and the Florida Limited Liability Company Act.

The Limited Liability Company hereby restates and integrates and also further amends it Articles of Organization as follows:

<u>Article 1. Name</u>

The name of the Limited Liability Company is:

Terrene Residential, L.L.C.

Article 2. Principal Office

The mailing address of the principal office of the Limited Liability Company is 27090 Mora Road, Bonita Springs, Florida 34135. The street address of the principal office of the Limited Liability Company is 27090 Mora Road, Bonita Springs, Florida 34135.

Article 3. Registered Agent and Office

The name of the registered agent of the Limited Liability Company is Terrene Group, L.L.C., a Florida limited liability company. The street address of the registered agent of the Limited Liability Company is 27090 Mora Road, Bonita Springs, Florida 34135.

Article 4. Statement of Management

The Limited Liability Company shall be managed by one or more managers in accordance with the Operating Agreement of the Limited Liability Company. Therefore, the Limited Liability Company is a manager-managed company. Terrene Group, L.L.C., a Florida limited Liability company, as a Member of the Limited Liability Company, is authorized to execute these Amended and Restated Articles of Organization and file them with the Florida Department of State.

Article 5. Effective Date of Amended and Restated Articles of Organization

These Amended and Restated Articles of Organization shall become effective upon filing with the Florida Department of State. Upon filing, the original Articles of Organization shall be superseded and these Amended and Restated Articles of Organization shall be the articles of organization of the Limited Liability Company.

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Article 6. Amendment

The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Amended and Restated Articles of Organization or any amendment to them in accordance with the Operating Agreement of the Limited Liability Company, and any right conferred upon the Member or Members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Amended and Restated Articles of Organization on this 10th day of August, 2000.

TERRENE GROUP, L.L.C.

By: > 8,10.00 Scott A. Wilson, Member and Manager

of Terrene Group, L.L.C., Member of Terrene Residential, L.L.C.

STATE OF FLORIDA)) COLLIER COUNTY) ss.:

The foregoing instrument was acknowledged before me this 10th day of August, 2000 by SCOTT A. WILSON as a Member and Manager of TERRENE GROUP, L.L.C., a Horida finited liability company, \square who is personally known to me (or \square who produced \square who produced as identification) and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.

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Notary Public My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of Terrene Residential, L.L.C. which is contained in the foregoing Articles of Organization. The undersigned is familiar with, and accepts, the obligations of such a position as provided for under Chapter 608, Florida Statutes.

Dated this 10th day of August, 2000.

TERRENE GROUP, L.L.C.

8.10.00 Scott A. Wilson, Member and Manager By:

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