

Apr. 23. 2002 10:30AM

No. 6933 P. 1/3, f2

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Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS

L-8173

amend + restated

LIMITED LIABILITY AMENDMENT

CORNERSTONE SAN MARCO, L.L.C.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$60.00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
CORNERSTONE SAN MARCO, L.L.C.**

The undersigned, being authorized to execute and file these Amended and Restated Articles of Organization pursuant to Section 608.411, Florida Statutes, hereby certifies that:

FIRST: Cornerstone San Marco, L.L.C. (the "Company") was originally formed under the laws of the State of Florida on July 11, 2000.

SECOND: That the Articles of Organization of the Company shall be amended and restated to read in full as follows:

ARTICLE I - Name

The name of the Company is: **Cornerstone San Marco, L.L.C.**

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is:

2121 Ponce de Leon Boulevard, PH
Coral Gables, Florida 33134

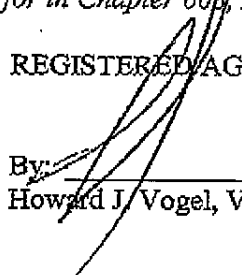
ARTICLE III - Registered Agent/Office

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

Registered Agents of Florida, LLC
100 Southeast 2nd Street, Suite 3500
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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

REGISTERED AGENTS OF FLORIDA, LLC

By: 
Howard J. Vogel, Vice President

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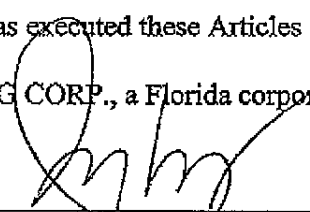
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The undersigned member has executed these Articles of Organization this 14 day of March 2002.

JL HOLDING CORP., a Florida corporation

By: 
Jorge Lopez, president

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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