

L00000008308

Florida Department of State
Division of Corporations
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HIALEAH INVESTORS, L.L.C.

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D. BRUCE

DEC 17 2009

EXAMINER



December 16, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

HIALEAH INVESTORS, L.L.C.
240 BROOKSTONE CENTRE PARKWAY
COLUMBUS, GA 31904

SUBJECT: HIALEAH INVESTORS, L.L.C.
REF: L00000008308

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Deborah Bruce
Regulatory Specialist II

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
HIALEAH INVESTORS, LLC**

HIALEAH INVESTORS, LLC; a Florida limited liability company (the "Company") formed pursuant to those certain Articles of Organization (the "Articles") filed of record with the Secretary of State of Florida on July 14, 2000, does hereby amend and restate the Articles as follows:

**ARTICLE I
NAME**

The name of the Company is: **HIALEAH INVESTORS, LLC**.

**ARTICLE II
PRINCIPAL ADDRESS**

The mailing address of the Company's principal place of business is: 240 Brookstone Centre Parkway, Columbus, Muscogee County, Georgia 31904

**ARTICLE III
REGISTERED AGENT**

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

**C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324**

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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C T CORPORATION SYSTEM

By: 
Registered Agent

Chris McNeair
Assistant Secretary

Date: 12/15/2009

**ARTICLE IV
MANAGEMENT**

Management of the Company shall be vested in **VICTORY REAL ESTATE INVESTMENTS, LLC**, a Delaware limited liability company, or its successors as designated by the Members in accordance with the Operating Agreement of the Company. The Manager(s) need not be a Member of the Company.

**ARTICLE V
PURPOSE**

The object and purpose of the Company and the nature of the business to be carried on it shall be any lawful business activity in which limited liability companies may be formed under the laws of the State of Florida.

**ARTICLE VII
POWERS**

The Operating Agreement of the Company as adopted and amended from time to time by the Members shall include the powers, authority and restrictions of the Manager or Managers. Subject to Article V hereinabove, the power to make, alter and repeal the Operating Agreement is reserved to the Members as provided in said Operating Agreement.


**ARTICLE VII
EFFECTIVE DATE, EFFECT OF AMENDMENT**

This Amendment and Restated Articles of Organization shall be effective upon filing with the Florida Department of State. This Amended and Restated Articles of Organization shall replace and supercede the original Articles of Organization of the Company and any and all prior amendments thereto. This document was duly executed and filed in accordance with Section 608.41, Florida Statutes.

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IN WITNESS WHEREOF, I have hereunto executed these Articles of Organization

This 16 day of December, 2009.



David A. Kendrick, Authorized Agent
For Victory Real Estate Investments, LLC,
its sole Member
P.O. Box 425, Bainbridge, GA 39818

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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