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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

LIMITED LIABILITY AMENDMENT

144 LLC

L-11484

Certificate of Status	0
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**CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION
OF
144 LLC
a Florida limited liability company**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, the undersigned Company adopts the following Certificate of Amendment to its Articles of Organization:

1. The name of the limited liability company is 144 LLC (the "Company").
2. The Articles of Organization were filed on September 21, 2000, and assigned document number L00000011484.
3. The Amendments to the Articles of Organization set forth below were adopted by all of the Members of the Company on November 16, 2000.
4. The Company's Articles of Organization are hereby amended as follows:

a. Article II of the Company's Articles of Organization is deleted and replaced with the following new Article II, as follows:

The principal place of business and mailing address of the Company shall be:
3822 West 12th Avenue, Hialeah, Florida 33012.

b. Article IV of the Company's Articles of Organization is deleted and replaced with the following new Article IV, as follows:

The name and address of the registered agent is:

Pedro A. Martin, Esq.
1221 Brickell Avenue, Suite 2100
Miami, Florida, 33131

c. Article V of the Company's Articles of Organization is deleted and replaced with the following new Article V, as follows:

The usual course of business of the Company will be managed by its managing member (the "Managing Member"). The Managing Member shall be elected annually by the members in the manner prescribed by and provided for in the Regulations of the Company. The Managing Member shall also hold the office and have responsibilities accorded to him by the members and as set forth in the Regulations of the Company. The members reserve the general management of the Company to themselves, and therefore all decisions outside the usual course of

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the Company's business will require the consent of the members holding at least 51% of the membership interest of the Company. The name and address of the Managing Member of the Company is as follows:

Martin Caparros, Jr.
10221 East Broadview Drive
Bay Harbor Island, Florida 33154

5. Except as hereby amended, the Articles of Organization of the Company shall remain the same.

IN WITNESS WHEREOF, the undersigned, consisting of all of the Members of the Company, have executed this Certificate of Amendment as of November 16, 2000.

MEMBERS:


Martin Caparros, Jr. Managing Member

THE CAYON FAMILY LIMITED PARTNERSHIP
NO. 1, a Georgia limited partnership

By: CAYON FAMILY HOLDINGS, INC.,
a Georgia corporation

By: 
Name: MAURICE CAYON
Title: Authorized Signatory

ACKNOWLEDGED BY THE PREVIOUS SOLE MEMBER AND PREVIOUS
MANAGING MEMBER OF THE COMPANY


Roberto Vinas

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: 144 LLC
2. The name and the Florida street address of the registered agent are:

PEDRO A. MARTIN, ESQ.
NAME

Greenberg, Traurig, P.A.
1221 Brickell Avenue, Suite 2100
Florida street address (P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33131
CITY, STATE AND ZIP

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.



SIGNATURE

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