

CT CORPORATION SYSTEM

CORPORATION(S) NAME

**L00000014350**

Connerton, LLC

0

02 JAN -7 AM 11:50

APPROVE  
AND  
FILED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

02 JAN -7 AM 11:27  
DIVISION OF CORPORATION

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> Profit              | <input checked="" type="checkbox"/> Amendment   | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           |   |   |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|  | <input type="checkbox"/> Reinstatement          |   |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|  | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |   |   |

Name \_\_\_\_\_  
 Availability \_\_\_\_\_  
 Document \_\_\_\_\_  
 Examiner \_\_\_\_\_  
 Updater \_\_\_\_\_  
 Verifier \_\_\_\_\_  
 W.P. Verifier \_\_\_\_\_

1/7/02

Order#: 5032425

**700004755097--8**

-01/07/02--01023--019  
 \*\*\*\*\*25.00 \*\*\*\*\*25.00

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

*JP*  
*1-7-02*

660 East Jefferson Street  
 Tallahassee, FL 32301  
 Tel. 850 222 T092  
 Fax 850 222 7615

*[Signature]*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF**

CONNERTON, LLC  
(Present Name)  
(A Florida Limited Liability Company)

**FIRST:** The date of filing of the articles of organization was November 20, 2000.

**SECOND:** The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

1. Effective January 4, 2002, Terrabrook Connerton Holdings, L.L.C. a Delaware limited liability company, acquired all right, title and interest in and to Connerton, LLC by assignment from Conner Land Ltd., a Florida limited partnership and the sole Member of Connerton, LLC, a copy of which assignment is attached hereto as Exhibit "A" and made a part hereof.

2. The mailing address of the limited liability company is 3030 LBJ Freeway, Suite 1500, Dallas, TX 75234.

3. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Douglas B. Conner  
4100 East 7th Avenue  
Tampa, FL 33605

[SEE ATTACHED PAGES]

Dated January 4, 2002.

TERRABROOK CONNERTON HOLDINGS, L.L.C.,  
a Delaware limited liability company,  
its sole Member

By: Scott H. Raskin  
Signature of a member or authorized representative of a member

Scott H. Raskin, Secretary  
Typed or printed name of signer

Filing Fee: \$25.00

APPROVED  
AND  
FILED

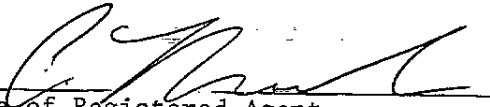
02 JAN -7 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO  
ARTICLES OF ORGANIZATION  
OF CONNERTON, LLC  
Page 2  
Cont'd

The name and address of the new registered agent and/or office:

CT Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

  
Name of Registered Agent

C. Morales  
Special Asst. Secretary

APPROVED  
AND  
FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**EXHIBIT "A"**

ASSIGNMENT SEPARATE FROM CERTIFICATE

FOR VALUE RECEIVED, Conner Land, Ltd. hereby sells, assigns and transfers unto Terrabrook Connerton Holdings, L.L.C., One Hundred Percent (100%) membership interest of Connerton, LLC standing in its name on the books of said Limited Liability Company represented by Certificate No. 1 herewith and do hereby irrevocably constitute and appoint \_\_\_\_\_ transfer attorney to transfer the said One Hundred Percent (100%) membership interest on the books of the within named Limited Liability Company with full powers of substitution in the premises.

DATED:

January 4, 2002

CONNER LAND, LTD.

By: I.W. Conner & Sons, Inc.,  
Its General Partner

By: Douglas B. Conner  
Douglas B. Conner, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 JAN -7 AM 11:50

APPROVED  
AND  
FILED

In the presence of:

Amy S. Coates

Name: Amy S. Coates

CONNERION, LLC

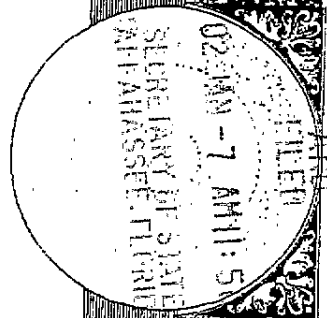
Membership Certificate

Conner Land, Ltd.

This Certifies that One Hundred Percent (100 %) of the above named Limited Liability Company and is entitled to the full benefits and privileges of such membership, subject to the duties and obligations, as more fully set forth in the Limited Liability Company Operating Agreement.

In Witness Whereof the Limited Liability Company caused this Certificate to be executed by its duly authorized officers this 17<sup>th</sup> day of September 2001, and its Limited Liability Company seal to be hereunto affixed.

CONNER LAND, LTD.  
BY JAN CONNERSONS INC.  
By [Signature]



Attesting Member