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Florida Department of State

Division of Corporations

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LIMITED LIABILITY AMENDMENT

FLORIDA EQUITY, LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
FLORIDA EQUITY, LLC**

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The undersigned, being authorized to execute and file these Amended and Restated Articles of Organization, hereby certifies that these Amended and Restated Articles of Organization are duly executed and filed in accordance with Section 608.411, Florida Statutes and the original Articles of Organization were filed with the Department of State on February 19, 2001. The undersigned further certifies that the following are the amended and restated articles of organization of Florida Equity, LLC:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "Florida Equity, LLC".

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is 319 South Sharon Amity Road, Suite 230, Charlotte, NC 28211.

ARTICLE III — Duration:

The period of duration for the Company shall be perpetual.

ARTICLE IV — Management:

The Company is a manager-managed company and the name and address of the Managing Member is Florida Equity Advisors, Inc., a Florida corporation whose address is 319 South Sharon Amity Road, Suite 230, Charlotte, NC 28211.

ARTICLE V — Admission of Additional Members:

The members shall have the right to admit additional members upon the written unanimous consent of the members.

ARTICLE VI — Members' Rights to Continue Business:

The remaining members of the limited liability company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company upon the written unanimous consent of the remaining members.

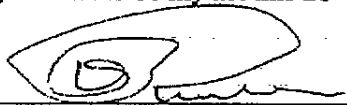
ARTICLE VII — Limitation on Agency Authority of Members

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Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, I have signed these Amended and Restated Articles of Organization and acknowledged them to be my act this 28th day of June, 2001.



Signature of a member or an authorized representative of a member

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

David P. Reule, President of Florida Equity Advisors, Inc.
Typed or printed name of signee

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TALLAHASSEE, FLORIDA

This Document was prepared by:
Brett Hendee, Esquire

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