

L01000003868

Florida Department of State

Division of Corporations

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LIMITED LIABILITY AMENDMENT

WELLINGTON ACQUISITION II, LLC

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

L01-3868

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
WELLINGTON ACQUISITION II, LLC
a Florida Limited Liability Company**

The Articles of Organization of WELLINGTON ACQUISITION II, LLC, (Document No.: L01000003868), filed with the Florida Secretary of State on March 13, 2001 are hereby amended and restated as follows:

1. NAME. The name of the Limited Liability Company is WELLINGTON ACQUISITION II, LLC (the "Company").
2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing address, and the principal office address for the Company is: 4500 PGA Boulevard, Suite 207, Palm Beach Gardens, Florida, 33418.
3. REGISTERED AGENT. The name and address of the registered agent in the State of Florida is: Phillip Brandt and the registered address is: 4500 PGA Boulevard, Suite 207, Palm Beach Gardens, Florida, 33418.
4. MANAGEMENT. The business of the limited liability company shall be managed by its sole member, therefore, a member-managed company.

IN WITNESS WHEREOF, the undersigned has duly executed these Amended and Restated Articles of Organization in accordance with Section 608.411 of the Florida Limited Liability Act on this the 17 day of December, 2001.

These Amended Articles of Organization shall be effective upon filing.

By: Phillip Brandt
Phillip Brandt
Authorized Signatory of the Member

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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Wellington Acquisition II, LLC.
2. The name and address of the registered agent and office is:

Phillip Brandt
4500 PGA Boulevard, Suite 207
Palm Beach Gardens, Florida 33418

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 its 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.

Phillip Brandt
Phillip Brandt, Registered Agent

Date: 12/27/01

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