

Division of Corporations

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L010000010091

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : WARD, DAMON & POSNER, P.A.
Account Number : 072262000447
Phone : (561)842-3000
Fax Number : (561)842-3626

LIMITED LIABILITY AMENDMENT

RTR FINANCE COMPANY, LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
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APPROVED
AND
FILED
02 MAY 13 AM 10:10
STATE DEPT OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 13, 2002

RTR FINANCE COMPANY, LLC
2700 WESTGATE AVENUE
WEST PALM BEACH, FL 33409

SUBJECT: RTR FINANCE COMPANY, LLC
REF: L01000010091

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be title Amended and Restated Articles of Organization. The top part of page one was cutoff. The document that we received is titled RESTATED ARTICLES OF ORGANIZATION. Please correct the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
RTR FINANCE COMPANY, LLC

Pursuant to the provisions of Chapter 608, Florida Statutes, RTR FINANCE COMPANY, LLC, a Florida Limited Liability Company, whose original articles of organization were filed by the Florida Department of State on June 21, 2001, by resolution duly adopted by its members, adopts the following restated articles of organization in compliance with Florida Statute §608.411:

ARTICLE I - NAME

The name of this Limited Liability Company is: RTR FINANCE COMPANY, LLC

ARTICLE II - DURATION

The duration of this Limited Liability Company is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Limited Liability Company is organized is to engage in any lawful act or activities for which limited liability companies may be organized under the laws of the State of Florida.

Prepared by: Michael J Posner
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 525685
561/842-3000

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TALLAHASSEE, FLORIDA

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ARTICLE IV - MAILING ADDRESS OF LIMITED LIABILITY COMPANY


The mailing address of the business of this Limited Liability Company is 2700 Westgate Avenue, West Palm Beach, Florida 33409 and the principal place of business of this Limited Liability Company is 2700 Westgate Avenue, West Palm Beach, Florida 33409.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Limited Liability Company's initial registered office in Florida is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407 and the name of its initial registered agent at that address is Michael J Posner, Esq.

ARTICLE VI - MANAGEMENT

The Limited Liability Company is to be managed by one manager or more managers and is therefore a manager - managed limited liability company.

DATED this 31 day of ^{April} February, 2002
Marco Lanza, Member

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

Prepared by: Michael J Posner
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 525685
561/842-3000

Fax Audit No.: H 02 0001368370

Fax Audit No.: H02000136837 0

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Marco Lanza, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 3rd day of April, 2002.

Notary Public

Sign: Michael J. Posner

My Commission Expires:



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TALLAHASSEE, FLORIDA

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Prepared by: Michael J Posner
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**AMENDED CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for RTR
FINANCE COMPANY, LLC, at the initial registered office of the Limited Liability
Company in this State designated in its Articles of Organization, 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 as provided for in Chapter 608, Florida Statutes.

Date: April 3, 2002



Michael J Posner

SAUSERS\MJ\PLANZA\LLC\RTRAMEND.LLC

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