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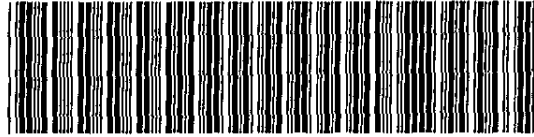
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 068752 7274201

AUTHORIZATION : *Patricia Pajoto*

COST LIMIT : ~~\$55.00~~

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SECRETARY OF STATE
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ORDER DATE : December 8, 2004

ORDER TIME : 10:22 AM

ORDER NO. : 068752-005

CUSTOMER NO: 7274201

CUSTOMER: Thomas M. Reiter, Esq
Brant Abraham Reiter &
Suite 2750
50 North Laura Street
Jacksonville, FL 32202

55.00

DOMESTIC AMENDMENT FILING

NAME: JDO MANAGEMENT ENTERPRISES,
LLC

XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER'S INITIALS: _____

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
JDO MANAGEMENT ENTERPRISES, LLC

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of Amending and Restating the Articles of Organization of JDO Management Enterprises, LLC, under Section 608.411 of the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file this Amended and Restated Articles of Organization. The original Articles of Organization for JDO Management Enterprises, LLC was filed with the Florida Department of State on July 12, 2001, and assigned document number L01000011408. The Amended and Restated Articles of Organization shall read in full as follows:

ARTICLE I - NAME

The name of the limited liability company shall be JDO Management Enterprises, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 144 Bears Club Drive, Jupiter, Florida 33477.

ARTICLE III - DURATION

The Company shall commence its existence upon the filing of the Articles of Organization by the Department of State. The Company's existence shall be perpetual unless the Company is sooner terminated as provided in the Operating Agreement of the Company.

ARTICLE IV - REGISTERED OFFICE AND AGENT

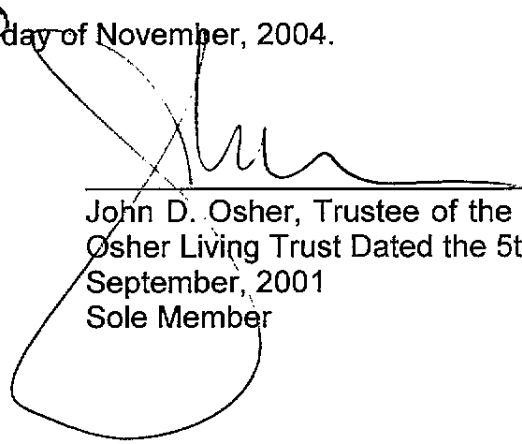
The name and street address of the registered agent of the Company in the State of Florida is Brant, Abraham, Reiter, McCormick & Greene, P.A., 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202.

ARTICLE V - CLASS OF MEMBERS

The Company shall have two (2) classes of Members, (i) Class "A" Voting Members, and (ii) Class "B" Non-Voting Members. Class "A" Voting Members and Class "B" Non-Voting Members shall have identical rights and interests other than with regard to voting rights as provided below. The Company shall be exclusively managed by the Class "A" Voting Members, who shall have the full, exclusive, and complete discretion, power, and authority, subject in all cases to the provisions of the Company's Operating Agreement and the requirements of applicable law, to vote on all matters which require the approval of the Members. Except as set forth in the Company's Operating Agreement or as required by applicable law, no Class "B" Non-Voting Member shall have the right to vote on any matter concerning the affairs of the Company. Except as required by applicable law, the Company's Articles of Organization and the Company's Operating Agreement shall only be amended by majority vote, greater than fifty percent (50%),

of the Class "A" Voting Member Units. The maximum units of Class "A" Voting Members shall be one hundred (100). The maximum units of Class "B" Non-Voting Members shall be nine hundred (900).

Executed by the undersigned on the 30 day of November, 2004.



John D. Osher, Trustee of the John D.
Osher Living Trust Dated the 5th day of
September, 2001
Sole Member

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, JDO Management Enterprises, LLC, 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 JDO Management Enterprises, LLC.
2. The name and street address of the registered agent in Florida is:

Brant, Abraham, Reiter, McCormick & Greene, P.A.
50 North Laura Street, Suite 2750
Jacksonville, Florida 32202

The undersigned, being the person named in the Articles of Organization of JDO Management Enterprises, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Brant, Abraham, Reiter, McCormick & Greene, P.A.

By: 

Thomas M. Reiter

Its: Vice-President

"Registered Agent"