

L01000012357

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(((H04000197961 3)))

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From: Account Name : Berman Rennert Vogel & Mandler, PA
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LIMITED LIABILITY AMENDMENT

OROT CITY, L.L.C.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
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Please backdate as of October 4, 2004.

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EFFECTIVE DATE
10/04/04



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 5, 2004

OROT CITY, L.L.C.
15851 NE 29TH AVE., #722
2ND FLOOR
AVENTURA, FL 33180

SUBJECT: OROT CITY, L.L.C.
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DIVISION OF CORPORATIONS

FAX AUDIT NO.: H04000197961 3

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Amended and Restated Articles of Organization pursuant to Section 608.411, Florida Statutes, hereby certifies that:

FIRST: The company was originally formed under the laws of the State of Florida on July 26, 2001 under the name OROT CITY, L.L.C.

SECOND: That the Articles of Organization of the company shall be amended and restated to read in full as follows:

ARTICLE I – Name:

The name of the Limited Liability Company is:
OROT CITY, L.L.C.

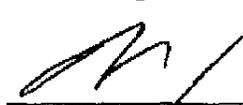
ARTICLE II – Principal Office and Mailing Address:

18851 NE 29th Avenue, Suite 900, Aventura, FL 33180

ARTICLE III – Registered Agent, Registered Office, & Registered Agent’s Signature:

Mark Rousso, Esq.
Roth, Rousso & Katsman, L.L.P.
18851 NE 29th Avenue, Suite 900
Aventura, FL 33180

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 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.



Mark Rousso, As Registered Agent

EFFECTIVE DATE
7/0/04/04

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ARTICLE IV – Manager(s): The Company shall be a manager managed company. The name and address of each Manager is as follows:

Title:

Name and Address:

MANAGER.....

Manuel Grosskopf
18851 NE 29th Ave., 7th Floor
Aventura, FL 33180

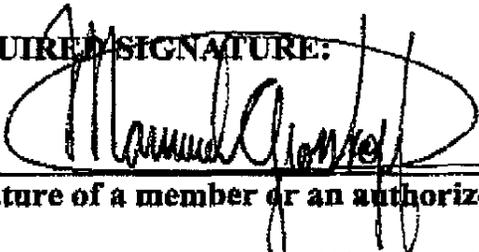
MANAGER.....

Jose Norberto Saal
18851 NE 29th Ave., 7th Floor
Aventura, FL 33180

ARTICLE V – Effective Date:

The Effective Date of these Amended and Restated Articles of Organization is October 4, 2004.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member

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

x MANUEL GROSSKOPF

Typed or printed name of signee