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ACCOUNT NO. : 072100000032

REFERENCE : 935287 4312752

AUTHORIZATION :

Patricia Project

COST LIMIT : \$ 55.00

ORDER DATE : February 18, 2003

ORDER TIME : 11:03 AM

ORDER NO. : 935287-005

CUSTOMER NO: 4312752

CUSTOMER: Patricia Chouinard, Legal Asst
Shipman & Goodwin LLP
Floor 9th, Floor 9th
One American Row
Hartford, CT 06103-2819

DOMESTIC AMENDMENT FILING

NAME: SOUTH KENDALL INVESTORS, LLC

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
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 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Ginger Simmons -- EXT# 1156

EXAMINER'S INITIALS: _____

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SOUTH KENDALL INVESTORS, LLC**

The undersigned South Kendall Investors, LLC (the "Company"), a limited liability company formed under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, in order to amend and restate its Articles of Organization, hereby certifies as follows:

- FIRST:** The Company filed its Articles of Organization with the Florida Secretary of State on September 28, 2001.
- SECOND:** The following amendments to the Articles of Organization were adopted by the Company.

The Articles of Organization of the Company are amended and restated to read in their entirety as set forth in Exhibit A attached hereto.

Dated: January 28, 2003



Signature of a member or authorized representative of a member

KONOVER POINCIANA ASSOCIATES, LLC, its Manager

By: K. Florida, Inc., its Manager

By: Gregory V. Combs, its Executive Vice President and COO

Typed or printed name of signee

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EXHIBIT A

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
SOUTH KENDALL INVESTORS, LLC**

ARTICLE I

NAME

The name of the limited liability company (the "Company") is **SOUTH KENDALL INVESTORS, LLC**.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company is:

7000 West Palmetto Park Road
Suite 408
Boca Raton, Florida 33433

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 1201 Hays Street, Tallahassee, Florida 32301-2525 as the street address of the registered office of the Company and names Corporation Service Company as the Company's registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by at least one (1) Manager. The Company is, therefore, a manager-managed limited liability company. The Manager(s) shall also have the rights and responsibilities described in the Amended and Restated Operating Agreement of the Company. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

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ARTICLE V

INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any Person (as hereinafter defined) who was or is a party to any proceeding by reason of the fact that such Person is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if such Person acted in good faith and in a manner such Person reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe such Person's conduct was unlawful. The Company shall reimburse each Person for all costs and expenses, including attorneys' fees, reasonably incurred by such Person in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company. "Person" shall mean and include an individual, corporation, partnership, association, limited liability company, trust, estate, or other entity.

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **SOUTH KENDALL INVESTORS, LLC**, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 19th day of February, 2003.

Corporation Service Company

By: Jeanine Reynolds

Name: Jeanine Reynolds

Title: Asst. Vice President

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