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SPRING FOREST, L.L.C.

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MAY 28 2008

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
SPRING FOREST, L.L.C.**

The undersigned, acting as a Manager and the sole Member of Spring Forest, L.L.C. hereby adopts the following Amended and Restated Articles of Organization pursuant to §608.411 of the Florida Limited Liability Company Act, for the purposes of amending and restating the Articles of Organization of the company filed with the Florida Department of State on October 30, 2001:

ARTICLE I - NAME

The name of this limited liability company is:

SPRING FOREST, LLC

ARTICLE II - COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the company commenced on October 30, 2001, and the existence of the company shall be perpetual.

ARTICLE III - PURPOSE

The company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the company is 1819 Main Street, Suite 610, Sarasota, FL 34236, and the name of the company's initial registered agent at that address is John M. Compton.

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ARTICLE V - PLACE OF BUSINESS

The street address of the principal office of the company is 2198 Main Street, Sarasota, FL 34237, and the mailing address of the principal office of the company is 1001 3rd Avenue West, Suite 700, Bradenton, FL 34205.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members and the terms and conditions of the admissions shall be restricted solely to those members approved by the written consent of all of the then-existing members and upon such terms and conditions as shall be set forth in its operating agreement.

ARTICLE VII - MANAGEMENT BY MANAGER

The business of the company shall be managed by one or more managers in accordance with the terms and conditions set forth in the company's operating agreement.

ARTICLE VIII - REGULATIONS

The power to adopt, alter, amend, or repeal the regulations of the company is vested exclusively in the members of the company.

ARTICLE IX - AUTHORIZATION

These Amended and Restated Articles were duly authorized by the sole member and Manager of the company in accordance with the company's operating agreement and as authorized by the Act.

ARTICLE X - TERMINATION OF A MEMBERSHIP INTEREST

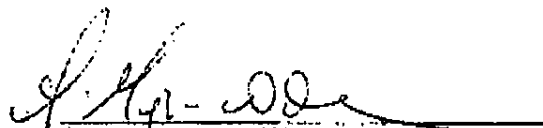
The company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

ARTICLE XI - AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to the Articles of Organization shall be approved by all of the members and shall be as prescribed by the Secretary of State of the State of Florida.

DATED: May 27, 2008.

(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.)


Antonella Meyer-Woelden, Manager
and Sole Member

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, the following is submitted:

That SPRING FOREST, LLC, with its initial registered office, as indicated in its Amended and Restated Articles of Organization, at 1819 Main Street, Suite 610, Sarasota, FL 34236, has named John M. Compton as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for SPRING FOREST, LLC at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act, as amended, relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 608.415, Florida Statutes.

DATE: May 27, 2008.



JOHN M. COMPTON