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Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
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LIMITED LIABILITY AMENDMENT

FRANKLIN ESTATES, LLC

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FRANKLIN ESTATES, LLC

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION

FIRST: These Amended and Restated Articles of Organization (the "Articles") are submitted by Franklin Estates, LLC, a Florida limited liability company (the "Company") pursuant to Section 608.411 of the Florida Limited Liability Company Act.

SECOND: The date of the filing of the Company's Articles of Organization was November 29, 2001.

THIRD: The Company's Articles of Organization are restated and also amended to read as follows:

FRANKLIN ESTATES, LLC

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION

ARTICLE I — Name:

The name of the limited liability company is Franklin Estates, LLC (the "Company").

ARTICLE II — Address:

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

3965 Ortega Boulevard
Jacksonville, Florida 32210

ARTICLE III — Commencement of Existence:

The Company's existence begins on the date and at the time when these Articles of Organization are filed with the Florida Secretary of State.

ARTICLE IV --- Continuation of Limited Liability Company:

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company is not dissolved and is not required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

Prepared by Crystal J. Adkins
Florida Bar No. 0014044
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60 N. Laura St., Suite 3900
Jacksonville, FL 32202
904-353-2000

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ARTICLE V - Registered Agent and Office:

The name and street address of the Company's registered agent for service of process in the state is:

Marion Equities, Inc.
3965 Ortega Boulevard
Jacksonville, Florida 32210

ARTICLE VI - Management and Authority:

The Company shall be a manager-managed company. Pursuant to Section 608.4235, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization this 26th day of December, 2001.

MARION EQUITIES, INC., Member

By: Hans Tenzler III, PresidentPrint Name: Hans Tenzler IIITitle: President

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, 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 acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

MARION EQUITIES, INC.

By: Hans Tenzler III, PresidentPrint Name: Hans Tenzler IIITitle: PresidentFILED
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