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Florida Department of State

Division of Corporations

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LIMITED LIABILITY AMENDMENT

RICHARD-BRANDON RESERVE, LLC

Certificate of Status	1
Certified Copy	1
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DIVISION OF CORPORATION

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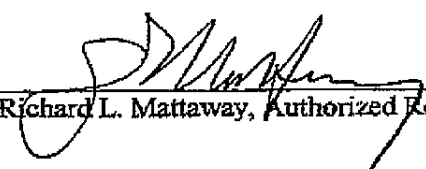
H02-155608

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
RICHARD-BRANDON RESERVE, LLC**

The undersigned, Richard L. Mattaway, as Authorized Representative of the Members ("Authorized Representative") of Richard-Brandon Reserve, LLC, a limited liability company organized and existing under the law of the State of Florida (the "Company"), does hereby certify pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act (the "Act"):

- ONE: The Articles of Organization of the Company were filed with the Secretary of State of the State of Florida on January 7, 2002.
- TWO: The Articles of Organization of the Company are hereby amended and restated in their entirety to read as follows:
1. The name of the limited liability company is Richard-Brandon Reserve, LLC.
 2. The mailing address and street address of the principal office of the limited liability company is 1501 Sunset Drive, 2nd Floor, Coral Gables, Florida 33143.
 3. The name and street address of the registered agent of the limited liability company are Richard L. Mattaway, 1501 Sunset Drive, 2nd Floor, Coral Gables, Florida 33143.

IN WITNESS WHEREOF, these Amended and Restated Articles of Organization of the Company have been duly executed in accordance with the provisions of Section 608.411 of the Act by Authorized Representative this 24 day of June, 2002.


Richard L. Mattaway, Authorized Representative

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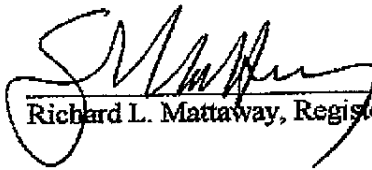
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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the foregoing Amended and Restated Articles of Organization of Richard-Brandon Reserve, LLC, the undersigned hereby accepts his 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 duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: June 14, 2002.
Richard L. Mattaway, Registered AgentSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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