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DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT

CASA DEL MAR, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

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AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
CASA DEL MAR, LLC

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TALLAHASSEE, FLORIDA

ARTICLE I

AMENDED AND RESTATED ARTICLES

The name of the limited liability company is CASA DEL MAR, LLC whose original articles of organization were filed July 8, 2002, under document number L02000017105. These Amended and Restated Articles of Incorporation have been duly executed and are being filed in accordance with Florida Statutes Section 608.411.

ARTICLE II

MAILING AND STREET ADDRESS

The mailing address and the street address of the limited liability company is:

4135 Laguna Street
Suite B
Coral Gables, Florida 33146

The limited liability company shall also have the power and authority to establish branch offices at such place or places both within and without the State of Florida as may be designated by the Manager.

ARTICLE III

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered office of the limited liability company is:

Jay Koenigsberg, Esquire
Isicoff, Ragatz & Koenigsberg, P.A.
1101 Brickell Avenue
Suite 800-South
Miami, Florida 33131

This instrument was prepared by:
Jay Koenigsberg, Esquire
Jay Koenigsberg, P.A.
1101 Brickell Avenue, Suite 800-South
Miami, Florida 33131
Tel: 305-373-1232
Florida Bar No. 425742

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ARTICLE IV

MANAGEMENT AND MEMBERS

The limited liability company is to be managed by its members, and is, therefore, a member-managed company.

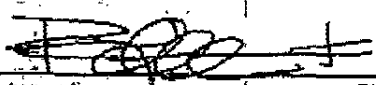
ARTICLE V

EFFECTIVE DATE OF AMENDMENT

The effective date of these Amended and Restated Articles of Organization shall be the date same are filed with the Secretary of State, State of Florida. The undersigned, being the authorized representative of the limited liability company, hereby certifies that the foregoing constitutes the proposed Amended and Restated Articles of Organization of CASA DEL MAR, LLC.

IN WITNESS WHEREOF, for the purpose of forming this limited liability company under the laws of the State of Florida, the undersigned, constituting the authorized representative of this limited liability company, has executed these Amended and Restated Articles of Organization this 27th day of July, 2004.

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


RONEY J. MATEU

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Acceptance of Appointment by Registered Agent

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Having been named as registered agent and to accept service of process for the above stated limited 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

Jay Kohnesberg

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TOTAL P.04