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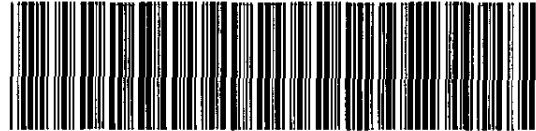
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 734855 4326591

AUTHORIZATION : *Debbie Skipper*

COST LIMIT : \$ 55.00

ORDER DATE : December 2, 2005

ORDER TIME : 9:41 AM

ORDER NO. : 734855-005

CUSTOMER NO: 4326591

FILED
05 DEC -2 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: RIVERFRONT PARTNERS, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Debbie Skipper -- EXT# 2948

EXAMINER'S INITIALS: _____

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
RIVERFRONT PARTNERS, LLC**

The undersigned, acting as an authorized representative of a member of Riverfront Partners, L.L.C., a Florida limited liability company (the "Company"), whose Articles of Organization were originally filed with the Florida Department of State on July 12, 2002, adopts the following Amended and Restated Articles of Organization of the Company:

ARTICLE I

Name

The name of the Company is Riverfront Partners, LLC.

ARTICLE II

Principal Office and Mailing Address

The principal office and mailing address of the Company is 6508 East Fowler Avenue, Tampa, Florida 33617-2406.

ARTICLE III

Registered Agent and Office

The street address of the initial registered office of the Company is 1201 Hays Street, Tallahassee, Florida 32301, and the name of its initial registered agent at that address is Corporation Service Company.

These Amended and Restated Articles of Organization are being filed pursuant to Section 608.411 of the Florida Statutes and have been duly executed by the undersigned authorized representative of a member of the Company on this 29th day of November, 2005.

By: _____

Hunter J. Brownlee

Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for Riverfront Partners, LLC, at the place designated as the registered office, the undersigned hereby accepts the 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 the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 2nd day of December, 2005.

REGISTERED AGENT:

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
Name: Deborah D. Skipper
Title: Asst. V. Pres.

#1781460v1