

LO2000022189

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet.
Type the fax audit number (shown below) on the top and bottom
of all pages of the document.

(((H03000037953 4)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser
from this page. Doing so will generate another cover sheet.**

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : FOLEY & LARDNER
Account Number : 072720000061
Phone : (904) 359-2000
Fax Number : (904) 359-6700

FILED
03 JAN 30 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

041542/D102 #0717

return to
Dmy

Name	
Address	
City	
State	
Zip	
Phone	
Fax	
Document	DCC
W. P. Verliyer	DCC

RECEIVED
03 JAN 31 AM 7:56
DIVISION OF CORPORATIONS

LIMITED LIABILITY AMENDMENT

LINWARD SPE, LLC

Certificate of Status	0
Certified Copy	1
Page Count	023
Estimated Charge	\$55.00

Fax Audit No. H03000037953

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
LINWARD SPE, LLC**

Pursuant to the provisions of the Florida Limited Liability Company Act, Florida Statutes, Chapter 608 (the "Act"), Linward SPE, LLC (the "Company") hereby certifies that the following Amended and Restated Articles of Organization were duly adopted by the Board of Directors of the Company (the "Board") on August 29, 2002, and were, on that date, ratified and approved by the shareholders of the Company in restatement and substitution for the prior Articles of Organization of the Company (the "Existing Articles of Organization") which were filed with the Secretary of State of Florida on August 28, 2002. Accordingly, the Existing Articles of Organization are hereby restated in their entirety to read as follows:

ARTICLE I -- NAME

The name of the limited liability company is **LINWARD SPE, LLC** (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company in the State of Florida is 3740 Beach Blvd., Suite 306, Duval County, Florida, 32207.

ARTICLE III -- REGISTERED AGENT & OFFICE

The name and address of the Company's registered agent is Mitchell W. Legler, 300A Wharfeide Way, Jacksonville, Florida, 32207. The Company may designate another registered agent at any time.

ARTICLE IV -- MANAGEMENT

The Company shall be managed by a Board of Directors and officers elected by the Board of Directors all as provided in the Limited Liability Company Operating Agreement. This Company is not managed by one or more managers and is therefore not a manager-managed company.

03 JAN 30 PM 4:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit No. H03000037953

Fax Audit No. H03000037953

ARTICLE V -- OWNERSHIP

Ownership interests in the Company by its Members shall be held in Shares which shall be evidenced by certificates signed by the President or any Vice President of the Company and by the Secretary or any Assistant Secretary of the Company. Transfers of Shares are restricted by the terms of the Limited Liability Company Agreement among the Members of the Company.

ARTICLE VI -- AGREEMENT

The management, operation and ownership of the Company shall be governed by a Limited Liability Company Operating Agreement, the power to adopt, alter amend or repeal which shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization effective the 29th day of August, 2002, and, in accordance with section 608.408, Florida Statutes, acknowledges that this document constitutes an affirmation under penalties of perjury that the facts stated herein are true and correct.


EDWARD B. SALEM

ACCEPTANCY BY 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 Articles of Organization, I hereby accept the appointment as registered agent and agree to act in that 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.


MITCHELL W. LEGLER