

**L02000029785**

(Requestor's Name)

THE LAW OFFICES OF  
**ROB O'FARRELL**  
2006 NORTH HARBOUR DRIVE  
PANAMA CITY, FL 32444

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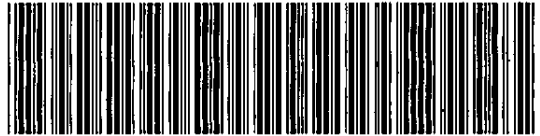
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**EXAMINER**

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TALLAHASSEE, FLORIDA

AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF BANANA BAY INVESTMENTS, LLC

Banana Bay Investments, LLC ("Company") and its all of its members hereby amend the Articles of Organization.

These Amended and Restated Articles of Organization ("Amended and Restated Articles") are based upon the following premises:

A. The Company was originally organized as a member-managed limited liability company for the purpose of investment with its members being Hassan M. Tehrani (a/k/a H. T. Tehrani) and Del Lee.

B. On or about April 20, 2003 H. T. Tehrani and Del Lee withdrew as members and Narhet LLC became the sole member of the Company. Accordingly, on August 20, 2003 an amendment to the Articles of Organization was filed substituting Narhet LLC ("Narhet") as the managing member and changing the name of the Company to Banana Bay Investments LLC. At the time, the members of Narhet were Hassan M. Tehrani, Kianoosh Tehrani and Dariush Tehrani.

C. On or about November 5, 2003 Kianoosh Tehrani and Dariush Tehrani withdrew as members of Narhet. In addition, shortly thereafter the membership in Nahret changed as follows:

<u>Member</u>	<u>Percentage</u>
H. T. Tehrani	2%
Hassan M. Tehrani Irrevocable Trust (the "Trust")	98%

D. In order to reflect the changes that have taken place in the membership of the Company and Narhet, and to give the Trust greater participation in the management of the

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various investments of Narhet, Narhet and its members along with the members of the Company have adopted these Amended and Restated Articles.

Accordingly the Articles of Organization of Banana Bay Investments LLC originally filed on or about November 7, 2002, and amended or or about August 20, 2003, are hereby amended and restated as follows, which Amended and Restated Articles shall supersede and replace the original articles and all previous amendments thereto effective on the date of filing of these Amended and Restated Articles:

#### NAME

The name of this limited liability company is Banana Bay Investments LLC, a Florida limited liability company (hereinafter "the Company").

#### AGENT (FOR SERVICE OF PROCESS) AND ADDRESS IN STATE

The Company's Agent is H. T. Tehrani, whose address is 13109 Oleander, Panama City Beach, Florida 32407. The Company's address in this state is 13109 Oleander, Panama City Beach, Florida 32407 and its mailing address is P.O. Box 19404, Panama City Beach, Florida 32417.

#### DURATION

This Company shall terminate on December 31, 2053.

#### BUSINESS PURPOSE

The purpose of the Company is to engage in any lawful act or activity for which a limited liability company may be organized under Chapter 608 of the Florida Statutes.

#### MANAGEMENT

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The Company will be managed by a manager. The initial manager is the Hassan M. Tehrani Irrevocable Trust. Compensation of the manager for agreeing to serve as manager includes, but is not limited to, a 10% membership interest in the Company.

#### MEMBERS CANNOT BIND THE LLC

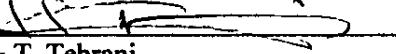
This Company is managed exclusively by a manager, and members have no authority to bind it.

#### RESTRICTIONS ON TRANSFER OF MEMBERSHIP INTEREST

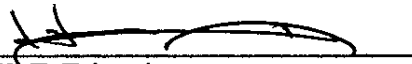
Restrictions on voluntary and involuntary transfers of a member's interest are set forth in the Operating Agreement, as it may from time to time be amended. Any withdrawal of a member from the Company, or any transfer, whether voluntary, involuntary or as a matter of law, without the consent of all members of the Company and its manager results in a disassociation of the member's interest.

Dated: April 23, 2010.

Narhet, LLC, as Member and former  
Member-Manager of the Company

By   
H. T. Tehrani  
Its Manager

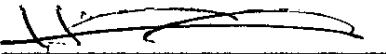
And by its member

  
H. T. Tehrani

And by Hassan M. Tehrani  
Irrevocable Trust, as a member

By   
H. T. Tehrani,  
Its Trustee

Hassan M. Tehrani Irrevocable Trust, as  
Manager and Member of the Company

By   
H. T. Tehrani  
Its Trustee