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100-33506

LIMITED LIABILITY AMENDMENT

H-B HOLDINGS I, LLC

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P. 02

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
H-B HOLDINGS I, LLC
(A Florida Limited Liability Company)**

FIRST: The date of filing of the Articles of Organization was December 13, 2002.

SECOND: The following amendment effected by this Articles of Amendment is as follows:

ARTICLE II of the Articles of Organization relating to the mailing address and street address of the principal office of the Limited Liability Company is hereby deleted in its entirety and replaced by the following:

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

3550 N. Moorings Way
Coconut Grove, Florida 33133

THIRD: The following amendment effected by this Articles of Amendment is as follows:

ARTICLE III of the Articles of Organization relating to the registered agent of the Limited Liability Company is hereby deleted in its entirety and replaced by the following:

ARTICLE III. REGISTERED AGENT

The name and the Florida address of the registered agent are:

Miami Corporate Systems, Inc.
283 Catalonia Avenue
2nd Floor
Coral Gables, Florida 33134

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby

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This instrument was prepared by:

Desiree M. Cuason, Esq.

Rasco, Reininger, Perez & Esquenazi, P.L.

283 Catalonia Avenue, 2nd Floor

Coral Gables, Florida 33134

Telephone (305) 476-7100

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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 F.S.

REGISTERED AGENT:

Miami Corporate Systems, Inc.,
a Florida corporation

By:

Salomon B. Esquenazi
Vice President

FOURTH: The following amendment effected by this Articles of Amendment is as follows:

The following article IV relating to the management of the Limited Liability Company is hereby added to the Articles of Organization


ARTICLE IV. MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company. The names and addresses of such managers who are to serve as managers are:

James W. Harris
3550 N. Moorings Way
Coconut Grove, Florida 33133

Andrew Burnham
3550 N. Moorings Way
Coconut Grove, Florida 33133

Dated: February 27, 2004


Signature of a member or authorized representative of a member

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SECRETARY OF STATE
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This instrument was prepared by:

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