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TALLAHASSEE, FLORIDA

J. BRYAN APR - 9 2004

**PEAVYHOUSE & OPP, P.A.**

ATTORNEYS AT LAW

RUSSELL K. PEAVYHOUSE  
CLIFFORD R. OPP, JR.

1001 E. BAKER STREET  
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PLANT CITY, FLORIDA 33563-3700  
(813) 623-3999  
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March 23, 2004

Department of State  
Corporate Filings - LLC  
P.O. Box 6327  
Tallahassee, FL 32314

RE: COURIER CITY DEVELOPMENT, LLC  
Document Number L03000000036


Dear Sir/Madam:

Enclosed herewith are the following:

- Our check for \$55.
- Articles of Amendment to Articles of Organization and Third Amended and Restated Articles of Organization (\$25).
- Certified Copy of the Amended and Restated Articles of Organization (\$30).

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Janet M. Henderson, Paralegal to  
RUSSELL K. PEAVYHOUSE, ESQUIRE

cc: Mr. Paul A. Paluzzi

Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
THIRD AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
COURIER CITY DEVELOPMENT, LLC  
(A Florida Limited Liability Company)**

**Document Number L03000000036**

**FIRST:** The date of filing of the Articles of Organization was JANUARY 2, 2003 and same were filed electronically. The date of filing of the Amended and Restated Articles of Organization was APRIL 11, 2003. The date of filing of the Second Amended and Restated Articles of Organization was AUGUST 20, 2003.

**SECOND:** The following amendments to the Second Amended and Restated Articles of Organization were adopted by the Limited Liability Company:

Article III: New address for the Registered Agent of the LLC.  
Article IV: Names and addresses of two new members and managers of the LLC: Astoria Group Corp. and Dovewood Developers, Inc. and the deletion of the former member and manager, MetroApex, Inc.

Dated this 16<sup>th</sup> day of September, 2003.

  
\_\_\_\_\_  
PAUL A. PALUZZI, Managing Member

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DELAWARE, FLORIDA

**THIRD AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
FOR**

**COURIER CITY DEVELOPMENT, LLC  
[A Florida Limited Liability Company]**

**Document Number L03000000036**

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TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the Limited Liability Company is **COURIER CITY DEVELOPMENT, LLC.**

**ARTICLE II**

The streets address of the principal office of the Limited Liability Company is:

809 South Albany Avenue  
Tampa, Florida 33606

The mailing address of the Limited Liability Company is:

809 South Albany Avenue  
Tampa, Florida 33606

**ARTICLE III**

The name and Florida street address of the Registered Agent for the Limited Liability Company is:

*NEW ADDRESS:* Russell K. Peavyhouse, Esquire  
PEAVYHOUSE & OPP, P.A.  
Courtyard Square  
1001 East Baker Street  
Suite 201  
Plant City, FL 33563-3700  
(813) 707-8500 / FAX: (813) 707-8030

#### ARTICLE IV

The names and addresses of the members and managers of the Limited Liability Company are:

Paul A. Paluzzi - 25%  
809 South Albany Avenue  
Tampa, FL 33606

RKCS Limited Partnership - 25%  
Ranald Stewart, Jr., General Partner  
809 South Albany Avenue  
Tampa, FL 33606

Astoria Group Corp. - 16.67%  
Susan Hayward and W.A. Hayward, Directors  
2507 Gardner Court  
Tampa, FL 33611

Dovewood Developers, Inc. - 33.33%  
Melanie Norris and Brenda Chadwell, Directors  
809 Innergary Place  
Valrico, FL 33594

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TALLAHASSEE, FLORIDA

The **Managing Member** is PAUL A. PALUZZI.

The **President and CEO** of Courier City Development, Inc. is PAUL A. PALUZZI.

Amended and Restated as afore set forth this 16<sup>th</sup> day of September, 2003, in Tampa, Hillsborough County, Florida, pursuant to F.S. §608.411(4).

  
\_\_\_\_\_  
PAUL A. PALUZZI, Managing Member

**RESOLUTION AND CONSENT OF COURIER CITY DEVELOPMENT, LLC  
TO ASSIGNMENT AND TRANSFER OF INTEREST OF  
METROAPEX, INC.**

WHEREAS, METROAPEX, INC., PAUL A. PALUZZI, and RKCS LIMITED PARTNERSHIP constitute all of the members and unit owners of COURIER CITY DEVELOPMENT, LLC, a Florida Limited Liability Company; and

WHEREAS, the said COURIER CITY DEVELOPMENT, LLC is agreeable to the assignment and transfer of membership and unit ownership in COURIER CITY DEVELOPMENT, LLC by METROAPEX, INC. to ASTORIA GROUP CORP. and DOVEWOOD DEVELOPERS, INC.; and

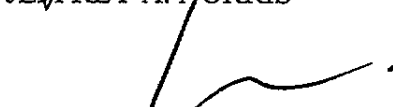
WHEREAS, the said ASTORIA GROUP CORP. and DOVEWOOD DEVELOPERS, INC. have each resolved, consented, and agreed to be bound by the *Second Amended Limited Liability Company Operating Agreement of Courier City Development, LLC*, dated May 22, 2003;

IT IS THEREUPON resolved, agreed and consented to, as follows:

1. That 1/3 of the 50% ownership of METROAPEX, INC. in COURIER CITY DEVELOPMENT, LLC shall be assigned and transferred to ASTORIA GROUP CORP., a Florida corporation.
2. That 2/3 of the 50% ownership of METROAPEX, INC. in COURIER CITY DEVELOPMENT, LLC shall be assigned and transferred to DOVEWOOD DEVELOPERS, INC., a Florida corporation.

Dated this 16<sup>th</sup> day of September, 2003, at Tampa, Hillsborough County, Florida.

  
\_\_\_\_\_  
METROAPEX, INC. by its President,  
JEFFREY A. NORRIS

  
\_\_\_\_\_  
PAUL A. PALUZZI

  
\_\_\_\_\_  
RKCS LIMITED PARTNERSHIP, by its General  
Partner, RANALD STEWART, JR.

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2003 MAR 26 PM 12:51  
CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA