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LIMITED LIABILITY AMENDMENT

FTL PROPERTIES, LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
FTL PROPERTIES, LLC**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, acting as the authorized representative of the members of FTL PROPERTIES, LLC, a Florida limited liability company (the "Company"), whose Articles of Organization were originally filed with the Florida Department of State on January 16, 2003, adopts the following Amended and Restated Articles of Organization of the Company:

ARTICLE I
Name

The name of the Company is FTL PROPERTIES, LLC.

ARTICLE II
Principal Office and Mailing Address

The principal office and mailing address of the Company is 13209 Old Crystal River Road, Brooksville, Florida 34601.

ARTICLE III
Initial Registered Agent and Office

The street address of the initial registered office of the Company is 13209 Old Crystal River Road, Brooksville, Florida 34601, and the name of its initial registered agent at that address is Mark C. Taylor.

ARTICLE IV
Management

The Company shall be a manager-managed 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 the members of the Company on this 28th day of May, 2004.

By: Cody W. Waters
Cody W. Waters
Authorized Representative to the Members

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