

Aug-02-2005

11:25am

From: RUDEN MCCLOSKEY 10 FL ST

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T-441

P-001/004

F-570

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To:

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Fax Number : (850) 205-0383

From:

Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.

Account Number : 076077000521

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LIMITED LIABILITY AMENDMENT

BARR LLC

Certificate of Status	1
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T-441 P 002/004 F-579

PAGE 001/001

Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 29, 2005

BARR LLC
7035 GLENEAGLE DR.
MIAMI LAKES, FL 33014

SUBJECT: BARR LLC
REF: L03000001962

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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Tammi Cline
Document Specialist

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Division of Corporations - P.O. BOX 6827 -Tallahassee, Florida 32314

H030001818393

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
BARR, LLC

Pursuant to Section 608.411 of the Florida Limited Liability Company Act, BARR, LLC, a Florida limited liability company (the "Company"), certifies that:

A. Articles of Organization of the Company were filed with the Florida Department of State on January 15, 2003, document number H03000023186.

B. The Articles of Organization are amended and restated in their entirety to read as follows:

1. NAME. The name of the limited liability company is BARR, LLC (the "Company").

2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 7035 Glen Eagle Drive, Miami Lakes, Florida, 33014.

3. REGISTERED AGENT. The name and address of the registered agent in the State of Florida is: DAN P. HELLER, 701 Brickell Avenue, Suite 1900, Miami, Florida, 33131.


4. MANAGEMENT. The Company is managed by one or more managers, and is therefore a manager-managed limited liability company. The manager of the Company is BARR HOLDINGS, LLC, a Florida limited liability company.

5. MEMBER. BARR HOLDINGS, LLC, a Florida limited liability company, is the sole member of the Company.

The undersigned has executed these Amended and Restated Articles of Organization on the 1 day of August, 2005.

BARR, LLC, a Florida limited liability company

By: 
Dan P. Heller, Registered Agent

By: 
Dan P. Heller, Authorized Representative

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Aug-02-2005 11:26am From-RUDEN MCCLOSKEY 17 FL ST

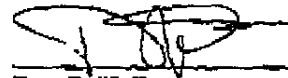
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ACKNOWLEDGEMENT AND ACCEPTANCE

The undersigned, DAN P. HELLER, hereby acknowledges receipt of the foregoing Amended and Restated Articles of Organization of BARR, LLC, a Florida limited liability company, and agrees and accepts to serve as the Company's Registered Agent on this 1 day of August, 2005.



Dan P. Heller

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CALIFORNIA