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FROM: ADORNO & YOSS, P.A.

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**LIMITED LIABILITY AMENDMENT**

**NORTHSTAR HOLDINGS AT B AND A, LLC**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
NORTHSTAR HOLDINGS AT B AND A, LLC**

Pursuant to Florida Statutes Section 608.411, the following are the Amended and Restated Articles of Organization of NORTHSTAR HOLDINGS AT B AND A, LLC, a Florida Limited Liability Company (the "Company"). The original Articles of Organization were filed with the Department of State on February 21, 2003, Document Number L03000006488. These Amended and Restated Articles of Organization have been duly consented to and executed, and are being filed in accordance with Section 608.411 of the Florida Statutes. These Amended and Restated Articles of Organization shall supersede the original Articles of Organization in its entirety.

**ARTICLE I  
NAME**

The name of this limited liability company is NORTHSTAR HOLDINGS AT B AND A, LLC (the "Company").

**ARTICLE II  
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is: 14406 Military Trail, Delray Beach, Florida 33484.

**ARTICLE III  
DURATION**

The period of duration for the Company will be perpetual.

**ARTICLE IV  
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Scott Worley, and his address is: 14406 Military Trail, Delray Beach, Florida 33484.

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# ARTICLE V MANAGEMENT

The Company will be a manager-managed company. The managers will be David Ettinger and Scott Worley, with their principal office at 14406 Military Trail, Delray Beach, Florida 33484.

The undersigned Manager executed these Articles of Organization on this \_\_ day of July, 2004.

Manager:

(In accordance with Section 608.407 and 608.408, Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

  
SCOTT WORLEY

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**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

NORTHSTAR HOLDINGS AT B AND A, LLC

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

Scott Worley  
14406 Military Trail  
Delray Beach, FL 33484

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 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.

  
Scott Worley

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