

# LB000025153

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From:  
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## LIMITED LIABILITY AMENDMENT SANTA FE LLC

|                       |         |
|-----------------------|---------|
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 20, 2003

SANTA FE LLC  
8500 SW 8TH STREET, SUITE 238  
MIAMI, FL 33144

SUBJECT: SANTA FE LLC  
REF: L03000025153

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

The effective day must be specific and cannot be prior to the date of filing.

The first paragraph of the amendment states an effective date of August 18, 2003. This date cannot be prior to the date of filing the amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley  
Document Specialist

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## AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted effective August 20, 2003 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

### Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Santa Fe LLC  
Old Name:

### Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on July 10, 2003.

### Article III. Address

The Company's street and mailing address is:

Santa Fe LLC  
8500 SW 8th Street  
Suite 238  
Miami FL 33144

### Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Felix M. Lasarte  
8500 SW 8th Street  
Suite 238  
Miami FL 33144

Felix M. Lasarte, Esq. | FL Bar Member 020567  
Felix M. Lasarte P.L.  
8500 SW 8th Street  
Suite 238  
Miami FL 33144  
305-261-5355

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**Article V. Transferability of Membership Interests**

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar items to which the assignor was entitled, to the extent assigned.

**Article VI. Management**

This will be a manager-managed company. The name of each manager is:

FELIX M. LASARTE  
8500 SW 8th Street Suite 238 Miami FL 33144

LOUIS MACHADO  
8500 SW 8th Street Suite 238 Miami FL 33144

**Article VII. Company Existence**

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Santa Fe LLC

By: 

Name: Felix M. Lasarte

Title: Manager

Date: August 29 2003

Felix M. Lasarte, Esq. | FL Bar Member 020687  
Felix M. Lasarte P.L.  
8500 SW 8th Street  
Suite 238  
Miami FL 33144  
305-261-5355

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**  
Santa Fe LLC

**REGISTERED AGENT/OFFICE:**  
Felix M. Lasarte  
8500 SW 8th Street  
Suite 238  
Miami FL 33144

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
FELIX M. LASARTE

Date: August 20 2003

Felix M. Lasarte, Esq. | FL Bar Member 020867  
Felix M. Lasarte P.L.  
8500 SW 8th Street  
Suite 238  
Miami FL 33144  
305-261-5355

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