

L03000028196

PAGE 02/12

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000197473 3)))

Notes DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)203-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

RECEIVED

04 OCT 14 PM 4:00

DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT

BIVTUM I HOLDINGS LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

Electronic Filing Menu Corporate Filing Public Access Help

FILED
2004 OCT -4 AM 8:51
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN OCT 5 2004

H04000197473

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted 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: Bivium I Holdings LLC
Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on July 30, 2003.

Article III. Address

The Company's street and mailing address is:

Bivium I Holdings LLC
5835 Blue Lagoon Drive
Suite 200
Miami FL 33126

Article IV. Registered Agent

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

Anibal J. Duarte-Viera, Esquire
5835 Blue Lagoon Drive
Suite 200
Miami FL 33126

Anibal J. Duarte-Viera | FL Bar Member 910392
Law Offices of Anibal J. Duarte-Viera, P.A.
8550 NW 33rd Street
Suite 200
Miami FL 33122
305-774-1300

H04000197473

FILED
2004 OCT -4 AM 8:51
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

H04000197473

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 item 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:

ANIBAL J. DUARTE-VIERA

5835 Blue Lagoon Drive Suite 200 Miami, FL 33126

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.

Bivium I Holdings LLC

By: Rebecca J. Anderson

by R.L. Anderson as attorney-in-fact

Name: Anibal J. Duarte-Viera

Title: Manager

Date: October 4, 2004

Anibal J. Duarte-Viera I FL Bar Member 910392

Law Offices of Anibal J. Duarte-Viera, P.A.

8550 NW 33rd Street

Suite 200

Miami FL 33122

305-774-1300

H04000197473

Copyright © 1993-2003 CC

FILED
2004 OCT -4 AM 8:51
TALLAHASSEE, FLORIDA

H04000197473

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Bivium I Holdings LLC

REGISTERED AGENT/OFFICE:

**Anibal J. Duarte-Viera, Esquire
5835 Blue Lagoon Drive
Suite 200
Miami FL 33126**

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.



**ANIBAL J. DUARTE-VIERA, ESQUIRE
by R.L. Anderson as attorney-in-fact**

Date: October 4, 2004

**Anibal J. Duarte-Viera | FL Bar Member 910392
Law Offices of Anibal J. Duarte-Viera, P.A.
8550 NW 33rd Street
Suite 200
Miami FL 33122
305-774-1300**

H04000197473

**FILED
2004 OCT -4 AM 8:51
DUARTE-VIERA CORPORATION
TALLAHASSEE, FLORIDA**