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LIMITED LIABILITY AMENDMENT

ROSKAMP INSTITUTE INVESTORS, LLC

Certificate of Status	0
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AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
ROSKAMP INSTITUTE INVESTORS, LLC
(a Florida Limited Liability Company)

The undersigned authorized representative of the Members of Roskamp Institute Investors, LLC, a Florida limited liability company (the "Company"), certifies that these Amended and Restated Articles of Organization were duly adopted by the Company and amends, restates and replaces in its entirety the Articles of Organization for the Company originally filed September 15, 2002 under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby submit the following Amended and Restated Articles of Organization:

ARTICLE I

Name

The name of this Limited Liability Company is Roskamp Institute Investors LLC (the "Company").

ARTICLE II

Duration

The period of the Company's duration commenced commence on September 15, 2003, the date of filing of the original Articles of Organization and shall exist perpetually, unless terminated in accordance with the Company's operating agreement.

ARTICLE III

Purpose

The purpose for which the Company has been organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida or as otherwise provided in the Company's operating agreement.

ARTICLE IV

Address

The mailing address and street address of the principal office of the Company is 1226 North Tamiami Trail, Suite 100, Sarasota, Florida 34236.

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ARTICLE V

Registered Agent, Registered Office and Registered Agent's Signature

The name of the registered agent and the street address of the registered office of this Company shall be: Jim Corbett, 1226 North Tamiami Trail, Suite 100, Sarasota, Florida 34236.

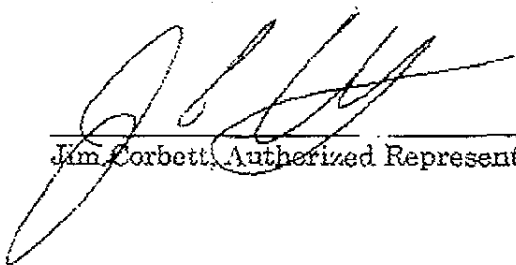
ARTICLE VI

Withdrawal

In the event of the withdrawal (within the meaning of §608.427, Florida Statutes) of a Member pursuant to the express terms of the operating agreement, the Member shall be entitled to receive only the distributions and other payments expressly provided for in the operating agreement, regardless of whether such distributions and other payments equal the fair value of such withdrawing Member's interest in the Company as of the date of resignation (within the meaning of §608.427, Florida Statutes) of the Member from the Company.

These Amended and Restated Articles of Organization were duly executed and are being filed in accordance with §608.411, Florida statutes.

IN WITNESS WHEREOF, the undersigned representative of the members has signed these Amended and Restated Articles of Organization this 23 day of September, 2003.


Jim Corbett, Authorized Representative

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