

Division of Corporations

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Florida Department of State  
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EXAMINER

## LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

## JGP HOLDINGS, LLC

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**ARTICLES OF AMENDMENT TO  
ARTICLES OF ORGANIZATION OF  
JGP HOLDINGS, LLC  
(A Florida Limited Liability LLC)**

JGP HOLDINGS, LLC (the "LLC") desires to amend its Articles of Organization, and pursuant to Florida Statute Section 608.411, submits these Articles of Amendment.

A. The Articles of Organization for the LLC were filed on October 6, 2003, were effective as of October 1, 2003, and were assigned document number L03000039049.

B. The following amendments to the Articles of Organization were adopted by the LLC:

ARTICLE I of the Articles of Organization shall be replaced in its entirety by the following ARTICLE I:

**ARTICLE I - Name**

The name of the limited liability company created hereby (hereinafter, the "Company") is: **GALE PORTER REALTY, LLC.**

ARTICLE II of the Articles of Organization shall be replaced in its entirety by the following ARTICLE II:

**ARTICLE II - Purpose**

The Company's business activities shall be all lawful business activities, including without limitation, real estate brokerage and sales, and the acquisition, disposition, leasing, management, and maintenance of real property and personal property, and the management of investment and portfolio assets. The Company shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, all powers permitted by the Florida Limited Liability Company Act, and the power to:

- (a) Sue and be sued, and defend, in its name.
- (b) Purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located.
- (c) Sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber or dispose of, all or any part of its property.
- (d) Purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with shares or other interests in or obligations of any other entity.

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(e) Make contracts or guarantees, or incur liabilities; borrow money; issue its notes, bonds, or other obligations, which may be convertible into or include the option to purchase other securities of the Company; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting limited liability company; a corporation which owns, directly or indirectly, a majority of the outstanding membership interests of the contracting limited liability company; or a corporation the majority of the stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding membership interests of the contracting limited liability company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting limited liability company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting limited liability company.

(f) Lend money, invest or reinvest its funds, and receive and hold real or personal property as security for repayment.

(g) Conduct its business, locate offices, and exercise the powers granted by Florida Statutes Chapter 608 within or without the State of Florida.

(h) Select managers and appoint officers, directors, employees, and agents of the Company, define their duties, fix their compensation, and lend them money and credit.

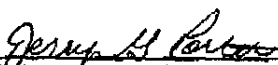
(i) Make donations for the public welfare or for charitable, scientific, or educational purposes.

(j) Pay pensions and establish pension plans, pension trusts, profit-sharing plans, retirement plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former managers, members, officers, agents, and employees.

(k) Be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

(l) Make payments or donations or do any other act not inconsistent with law that furthers the business of the Company.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Amendment, and acknowledges that the facts stated herein are true.

  
Jerry G. Porter, as Manager and Member  
Date: May 1, 2008

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