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Division of Corporations

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L03000052952

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
COBBLESTONE VILLAGE AT ROYAL PALM BEACH, LLC**

These Amended and Restated Articles of Organization of Cobblestone Village at Royal Palm Beach, LLC (the "Company"), are made as of this 4th day of May, 2006. The original Articles of Organization were filed with the Florida Department of State on December 8, 2003, under document number L03000052952. These Amended and Restated Articles of Organization have been duly executed and are being filed in accordance with Section 608.411 of the Florida Limited Liability Company Act. These Amended and Restated Articles of Organization are intended to restate and replace the original Articles of Organization in their entirety.

**ARTICLE I
NAME**

The name of the limited liability company is Cobblestone Village at Royal Palm Beach, LLC.

**ARTICLE II
PRINCIPAL OFFICE STREET AND MAILING ADDRESS**

The Company's principal office street and mailing address is c/o Debevoise & Plimpton LLP, 919 Third Avenue, New York, New York, 10022.

**ARTICLE III
REGISTERED AGENT**

The name and address of the Company's registered agent in the State of Florida are CFRA, LLC, 4221 W. Boy Scout Boulevard, Suite 1000, Tampa, Florida 33607.

**ARTICLE IV
AUTHORIZED REPRESENTATIVE**

The name and address of authorized representative of the Company executing these Amended and Restated Articles of Organization are:

Name
Ann S. Lee

Address
919 Third Avenue
New York, New York, 10022

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**ARTICLE V
MEMBER**

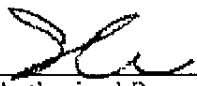
The name and address of the sole member of the Company are:

Name
Galileo Put Portfolio LLC

Address
c/o Debevoise & Plimpton LLP
919 Third Avenue
New York, New York, 10022

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Dated this 11th day of May 2006.



Ann S. Lee, Authorized Representative

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 8th day of May 2006.

REGISTERED AGENT:
CFRA, LLC,
a Florida limited liability company

By: _____

Gary Johnson

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