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Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
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L04-60479

**LIMITED LIABILITY AMENDMENT**  
**SOUTHSTAR DEVELOPMENT REALTY, L.L.C.**

Certificate of Status	0
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## AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted February 4, 2004 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: Southstar Development Realty, L.L.C.

Old Name:

### Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on January 23, 2004.

### Article III. Address

The Company's street and mailing address is:

Southstar Development Realty, L.L.C.  
255 Alhambra Circle  
Suite 312  
Coral Gables FL 33143

### Article IV. Registered Agent

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

Michael J. Yates, Esq.  
201 South Biscayne Boulevard, Suite 1920  
Miami FL 33131-4332

Michael J. Yates | FL Bar Member 932205  
Miami Center  
201 South Biscayne Boulevard, Suite 1920  
Miami FL 33131-4332  
305-322-6811

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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 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:  
SOUTHSTAR DEVELOPMENT PARTNERS, INC.

255 Alhambra Circle Suite 312 Coral Gables FL 33143

BRENDA YATES

255 Alhambra Circle Suite 312 Coral Gables FL 33143

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.

Southstar Development Realty, L.L.C.

By: [Signature]

by T. Baez as attorney-in-fact

Name: Brenda Yates

Title: Manager

Date: February 4, 2004

Michael J. Yates | FL Bar Member 932205

Miami Center

201 South Biscayne Boulevard, Suite 1920

Miami FL 33131-4332

305-322-6811

Handwritten notes: "Copy of 1/25/04" and "2004-02-04"

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

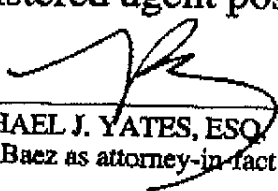
**CORPORATION:**

Southstar Development Realty, L.L.C.

**REGISTERED AGENT/OFFICE:**

Michael J. Yates, Esq.  
201 South Biscayne Boulevard, Suite 1920  
Miami FL 33131-4332

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.

  
\_\_\_\_\_  
MICHAEL J. YATES, ESQ.  
by T. Baez as attorney-in-fact

Date: February 4, 2004

Michael J. Yates | FL Bar Member 932205  
Miami Center  
201 South Biscayne Boulevard, Suite 1920  
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