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PLEASE ARRANGE FILING OF THE ATTACHED AMENDED AND RESTATED ARTICLES OF ORGANIZATION AND RETURN A CERTIFICATION TO ME AS SOON AS POSSIBLE. THANK YOU.

LIMITED LIABILITY AMENDMENT

FLORIDA RETAIL DEVELOPMENT, LLC

W02/09/05

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
FLORIDA RETAIL DEVELOPMENT, LLC**

The undersigned, pursuant to Section 608.411 of the Florida Statutes, desires to amend and restate the Articles of Organization of Florida Retail Development, LLC filed with the Florida Department of State on April 19, 2004, and hereby adopts the Amended and Restated Articles of Organization set forth below.

**I. Name**

The name of the limited liability company is Florida Retail Development, LLC (the "Company").

**II. Address**

The mailing address and street address of the principal office of the Company is:

151 Trismen Terrace  
Winter Park, Florida 32789


**III. Registered Agent and Address**

The street address of the initial registered office of the Company is:

151 Trismen Terrace  
Winter Park, Florida 32789

and the name of the initial registered agent of the Company at that address is Gary M. Ralston.

IN WITNESS WHEREOF, the undersigned has duly executed these Amended and Restated Articles of Organization on this 7 day of February, 2005.

  
Signature of an Authorized Representative  
of a Member

Gary M. Ralston

Typed or Printed Name of Signer

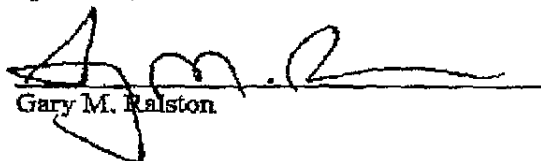
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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated above, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and represents that he is familiar with, and accepts the obligations of, his position as registered agent as provided for in Chapter 608, Florida Statutes.

  
Gary M. Ralston

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