

L0400003327

(Requestor's Name)

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PICK-UP WAIT MAIL

(Business Entity Name)

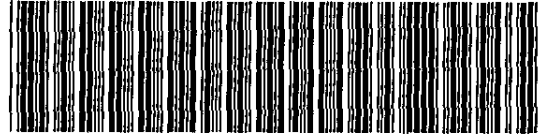
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 310067 4385680

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 25.00

ORDER DATE : April 12, 2005

ORDER TIME : 2:38 PM

ORDER NO. : 310067-015

CUSTOMER NO: 4385680

CUSTOMER: Ms. Vicky Garrigo
Meland Russin Hellinger &
Suite 3000
200 S. Biscayne Blvd.
Miami, FL 33131

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TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: PIVOTAL HOLDINGS, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER'S INITIALS: _____

File 2nd



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 13, 2005

AMANDA HADDAN
CSC
TALLAHASSEE, FL

SUBJECT: LEVIEV BOYMELGREEN SOLEIL DEVELOPERS, LLC
Ref. Number: L04000033327

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TALLAHASSEE, FLORIDA

We have received your document for LEVIEV BOYMELGREEN SOLEIL DEVELOPERS, LLC and the authorization to debit your account in the amount of \$25.00. However, the document has not been filed and is being returned for the following:

Please note that our records show that this LLC now has a new name.

Also, the new R.A. must sign an acceptance statement.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 105A00025199

RESUBMIT

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TALSAHASSEE, FLORIDA
SECRETARY OF STATE

CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION
OF
PIVOTAL HOLDINGS, LLC, a Florida limited liability company

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, the undersigned Company adopts the following Certificate of Amendment to its Articles of Organization:

1. The name of the limited liability company is PIVOTAL HOLDINGS, LLC (the "Company").
2. The Articles of Organization were filed on April 30, 2004, and assigned document number L04000033327.
3. The Amendments to the Articles of Organization set forth below were adopted by all of the Members of the Company.
4. The Company's Articles of Organization are hereby amended as follows:
 - A. Article II of the Company's Articles of Organization is deleted in its entirety and replaced with the following new Article II:

The mailing address and street address of the principal office of the Company is: c/o 444 Brickell Avenue, Suite 650, Miami, Florida 33131.
 - B. Article IV of the Company's Articles of Organization is deleted in its entirety and replaced with the following new Article IV:

The Company is to be managed by its Member(s).
5. The Registered Agent of the Company shall be changed from Jacob Sopher to:

Andrew B. Hellinger, Esq.
Meland Russin Hellinger & Budwick, P.A.
3000 Wachovia Financial Center
200 South Biscayne Blvd.
Miami, FL 33131
6. Except as hereby amended, the Articles of Organization of the Company shall remain the same.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment as of the date hereinabove set forth.

COMPANY:

PIVOTAL HOLDINGS, LLC

By: Olympia Florida, LLC


By: _____

Jeshayahu Boyneelgreen, President

ACCEPTANCE AND APPOINTMENT OF REGISTERED AGENT

The undersigned having been named as Registered Agent and to accept service of process for the stated limited liability company at the place designated in these Articles of Organization, 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 relative to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Florida Statutes Chapter 608.

Dated this 15th day of March, 2005.



Andrew B. Hellinger, Esq.
Registered Agent