

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

LIMITED LIABILITY AMENDMENT

I75 & HWY 78, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$60.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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H05000131331 3

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
I75 & HWY 78, LLC**

The undersigned, being authorized to execute and file these Amended and Restated Articles, hereby certifies that:

**ARTICLE I
NAME**

The name of this limited liability company is I75 & HWY 78, LLC, a Florida limited liability company (the "Company").

**ARTICLE II
DURATION**

The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

**ARTICLE III
PURPOSE**

The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

**ARTICLE IV
PLACE OF BUSINESS**

The mailing and street address of the Company's principal office is 7300 South 13th Street, Suite 101; Oak Creek, Wisconsin 53154.

**ARTICLE V
REGISTERED AGENT AND OFFICE**

The name of the registered agent of the Company is R&A Agents, Inc., Attn: Michael S. Yashko. The street address of the initial registered agent of the Company is 2320 First Street, Fort Myers, Florida 33901.

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H05000131331 3

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ARTICLE VI
ADDITIONAL MEMBERS

Additional members to the Company may be admitted. The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE VII
TERMINATION OF MEMBERSHIP

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

ARTICLE VIII
MANAGEMENT OF THE COMPANY

The Company shall be member managed in accordance with the Operating Agreement adopted by all of the members. The name and address of the initial managing member(s), who shall serve until the first annual meeting of the members or until his successor is elected and qualified, is:

Michael Dilworth
Ener-Con Builders
7300 South 13th Street, Suite 101
Oak Creek, Wisconsin 53154

ARTICLE IX
REGULATIONS

he members shall have the power to adopt, alter, amend, or repeal an Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

ARTICLE X
VOTING

The Company is authorized to issue membership units with voting rights.

ARTICLE XI
CERTIFICATED INTERESTS

The members' interests in the Company shall be evidenced by certificates.

H05000131331 3

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H05000131331 3

The undersigned executed these Amended and Restated Articles of Organization effective as of the 24th day of May, 2005.



Michael S. Yashko, Authorized
Representative

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Michael S. Yashko, Asst. Secy.

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H05000131331 3