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Account Name : FISHER, TOUSEY, LEAS & BALL
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LIMITED LIABILITY AMENDMENT

LILLIWAG ENTERPRISES LLC

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ARTICLES OF AMENDMENT AND RESTATEMENT
of the
ARTICLES OF ORGANIZATION
of
LILLIWAG ENTERPRISES, LLC

Pursuant to Section 608.411, Florida Statutes, Lilliwag Enterprises, LLC, a Florida limited liability company (the "Company") adopts the following Articles of Amendment to its Articles of Organization:

FIRST: The date of filing of the Articles of Organization of the Company was July 29, 2004.

SECOND: The Amended and Restated Articles of Organization of the Company (the "Amended and Restated Articles") are set forth in **EXHIBIT A**.

THIRD: The Amended and Restated Articles of Organization were adopted by the unanimous consent of the Members of the Company.

Signed this 30th day of November, 2004.

LILLIWAG ENTERPRISES, LLC,
a Florida limited liability company

By: Donna Mathews
Donna Mathews, Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
of
LILLIWAG ENTERPRISES, LLC**

**ARTICLE I
NAME**

The name of the limited liability company shall be Lilliwag Enterprises, LLC (the "Company"). The mailing address of the Company in Florida shall be: P.O. Box 50431, Jacksonville Beach, Florida 32240. The address of the principal office of the Company in Florida shall be: 1331 N. First Street, Unit 301, Jacksonville Beach, Florida 32250.

**ARTICLE II
DURATION**

The Company's existence commenced on the date the Articles of Organization were filed with the Florida Department of State and shall continue perpetually or until dissolved in accordance with these Amended and Restated Articles of Organization adopted by the members.

**ARTICLE III
PURPOSES AND POWERS**

The general purpose for which this Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent in the State of Florida are: Donna Mathews, 1331 N. First Street, Unit 301, Jacksonville Beach, Florida 32250.

**ARTICLE V
ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

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Patricia Broughton

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**ARTICLE VI
ADMISSION AND WITHDRAWAL OF MEMBERS**

No additional members shall be admitted to the Company except upon the unanimous written consent of the members of the Company.

**ARTICLE VII
TERMINATION OF EXISTENCE**

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

**ARTICLE VIII
MANAGER**

The Company shall be managed by one or more managers and is a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement.

Donna Mathews
Donna Mathews, Member

Patricia Broughton
Patricia Broughton, Member

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