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** JOB STATUS REPORT **

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HOLLAND & KNIGHT

JOB #668

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Division of Corporations

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September 15, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

VAUGHN LLC
701 BRICKELL AVENUE, SUITE 3000
MIAMI, FL 33133

SUBJECT: VAUGHN LLC
REF: L04000060410

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DIVISION OF CORPORATION

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
VAUGHN LLC**

The undersigned, being a duly authorized representative of the members, desiring to amend and restate the articles of organization of VAUGHN LLC, a limited liability company (the "Company") duly organized and existing under the laws of the State of Florida as filed with the Florida Department of State on August 13, 2004, and assigned document number L04000060410, under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes. The following Amended and Restated Articles of Organization amend and restate the provisions of the Company's original Articles of Organization in their entirety. The undersigned confirms that these Amended and Restated Articles of Organization were unanimously adopted by the managers and members of the Company by a Written Consent In Lieu of Special Meeting of the Managers and Members of the Company on September 14, 2006:

ARTICLE I

NAME

The name of the limited liability company is VAUGHN HOLDINGS, LLC (the "Company").

ARTICLE II

ADDRESS

The principal office address of the Company is:

Mile Marker 92
De Vaughn Building
Suite 12
Tavernier, FL 33070

The mailing address of the Company is:

701 Brickell Avenue
Suite 3000
Miami, FL 33133

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TALLAHASSEE, FLORIDA

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ARTICLE III**REGISTERED AGENT AND OFFICE**

The Company designates 701 Brickell Ave., Suite 3000, Miami, Florida 33131 as the street address of the registered office of the Company and names Intrastate Registered Agent Corporation as the Company's registered agent at that address to accept service of process within this state.

ARTICLE IV**MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

ARTICLE V**MANAGERS**

The name and address of the initial Managers of the Company are:

Shirley A. Vaughn
P.O. Box 64
Tavernier, FL 33070

Robert O. Vaughn
P.O. Box 64
Tavernier, FL 33070

Robert R. Vaughn
P.O. Box 424
Tavernier, FL 33070

Ryan R. Vaughn
P.O. Box 290
Tavernier, FL 33070

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ARTICLE VI

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

ARTICLE VII

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VIII

ADDITIONAL MEMBERS

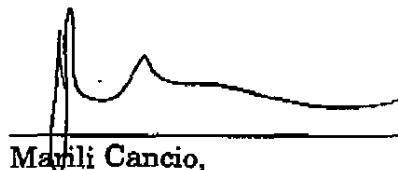
Additional Members may be admitted upon the unanimous written consent of the then existing Members, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE IX

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 14th day of September, 2006.



Marili Cancio,
Duly Authorized Representative of the
Members

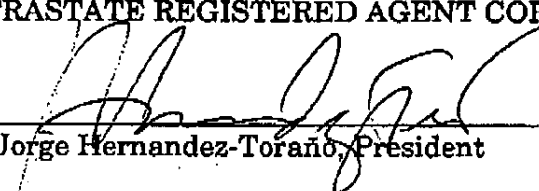
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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for VAUGHN HOLDINGS, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 14th day of September, 2006.

INTRASTATE REGISTERED AGENT CORPORATION

By: 
Jorge Hernandez-Torano, President

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