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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

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LIMITED LIABILITY AMENDMENT

TERRY INVESTMENT PROPERTIES, LLC

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J. BRYAN MAY 25 2005



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 24, 2005

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: TERRY INVESTMENT PROPERTIES, LLC
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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Didn't receive the complete document, only first page of Amended and Restated Articles of Organization.

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) 245-6043.

Joey Bryan
Document SpecialistFAX Aud. #:
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 23, 2005

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: TERRY INVESTMENT PROPERTIES, LLC
REF: L04000069471FILED
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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Your cover has LLC Amendment for Terry Investment Properties, LLC but Articles of Organization for South Financial Services LLC are attached.

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) 245-6043.

Joey Bryan
Document SpecialistFAX Aud. #:
Letter Number: 005A00036846

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted May 20, 2005 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Terry Investment Properties, LLC
Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on September 22, 2004.

Article III. Address

The Company's street and mailing address is:

Terry Investment Properties, LLC
8809 Muirfield Drive
Naples FL 34109

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Carol Terry
8809 Muirfield Drive
Naples FL 34109

Elaine Bucher, Esq. | FL Bar Member
Pratt & Bucher LLP
2255 Glades Road, Suite 125A
Boca Raton FL 33431
561-862-0480 x233

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Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Management

This will be a member-managed company. The name of each member is:

CAROL TERRY REVOCABLE TRUST DATED JULY 16, 1999

8809 Muirfield Drive Naples FL 34109

CHARLES TERRY, AS TRUSTEE OF THE CHARLES W. TERRY REVOCABLE TRUST DATED JULY 16, 1999

8809 Muirfield Drive Naples FL 34109

Article VII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Terry Investment Properties, LLC

By: A. Feder
by A. Feder, Esq. as attorney-in-fact

Name: Carol Terry

Title: Manager

Date: May 20, 2005

Elaine Bucher, Esq. | FL Bar Member
Pratt & Bucher LLP
2255 Glades Road, Suite 125A
Boca Raton FL 33431
561-862-0480 x233

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

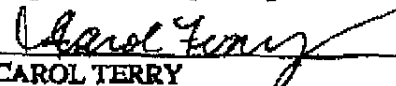
CORPORATION:

Terry Investment Properties, LLC

REGISTERED AGENT/OFFICE:

**Carol Terry
8809 Muirfield Drive
Naples FL 34109**

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


CAROL TERRY
by A. Feder, Esq. as attorney-in-fact

Date: May 20, 2005

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