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Division of Corporations

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DIVISION OF CORPORATIONS

M. Thomas AUG 26 2005

LIMITED LIABILITY AMENDMENT

HIDDEN PALMS, LLC

SECRET
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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
HIDDEN PALMS, LLC**

In accordance with section 608.411, Florida Statutes, the Articles of Organization of HIDDEN PALMS, LLC, a limited liability company organized under the laws of the State of Florida on October 4, 2004, and assigned registration number L04000071557 (the "Company"), are hereby amended and restated as follows:

1. Name. The name of the Company is Hidden Palms, LLC.
2. Mailing Address and Street Address of Principal Office. The mailing address and the street address of the principal office of the Company is 3470 Fruitville Road, Sarasota, Florida 34237.
3. Name and Street Address of Current Registered Agent. The name and street address of the Company's current registered agent is E. John Wagner, II, 200 S. Orange Avenue, Sarasota, Florida 34236.
4. Purpose. The purpose of the Company is, and always has been, to hold real property for investment purposes. This corrects the purpose that was mis-stated in the Company's original Articles of Organization.
5. Management. The Company shall be a manager-managed company.
6. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

In witness whereof, the undersigned member of the Company has duly executed these Amended and Restated Articles of Organization in accordance with Sections 608.408 and 608.411, Florida Statutes, this 23 day of August 2005.


Innocenzo Gagliardi
Member

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACKNOWLEDGEMENT OF REGISTERED AGENT

In accordance with F.S. §§ 608.407(c) and 608.415, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Limited Liability Company Act and hereby accepts appointment as the registered agent of the Company.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.


E. John Wagner, II
As Registered Agent

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