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Division of Corporations

CAUTHEN & FELDMAN, P.A.

04/19/2006

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Florida Department of State
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PBI, ENTERPRISES LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
PBI, ENTERPRISES LLC**

The Articles of Organization for PBI, ENTERPRISES LLC were filed with the Florida Department of State on December 2, 2004.

The Articles of Organization of PBI, ENTERPRISES LLC are hereby amended and restated in their entirety and the following shall be the current Articles of Organization:

The undersigned hereby executes and acknowledges these Amended and Restated Articles of Organization for purposes of continuing the limited liability company under the laws of the State of Florida, providing for the rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Amended and Restated Articles of Organization for such limited liability company:

**ARTICLE I
Name and Principal Office**

The name of this limited liability company is **PBI, ENTERPRISES LLC** and its principal office and mailing address is located at **3802 Bayshore Circle, Tavares, FL 32778**.

**ARTICLE II
Duration**

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

H. John Feldman, Esquire
Cauthen & Feldman, P.A.
Attorneys at Law
215 North Joanna Avenue
Tavares, FL 32778
(352)343-2225
Florida Bar #0382965
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Audit # H060001051663**ARTICLE III****Purpose**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV**Membership**

The member(s) of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the member(s) not proposing to transfer or assign their interests.

ARTICLE V**Management**

This organization is to be managed by a manager or managers elected by a majority interest of its members. The initial manager(s), who shall serve until the earlier of their deaths, resignations, replacements or until the first annual meeting of members and their successors are elected and qualified, shall be: **PHONG BUI**.

ARTICLE VI**Amendment of Articles of Organization and Operating Agreement**

These Articles of Organization and the Company's Operating Agreement may be amended at any time by the members.

ARTICLE VII**Initial Registered Office and Agent**

The street address of this limited liability company's initial registered office is **3802 Bayshore Circle, Tavares, FL 32778** and the name of this limited liability company's initial registered agent is **PHONG BUI**.

IN WITNESS WHEREOF, these Amended and Restated Articles of Organization have been duly executed and are being filed in accordance with Section 608.411 F.S., this 17 day of April, 2006.



PHONG BUI

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

PHONG BUI, having been named as registered agent to accept service of process for **FBI, ENTERPRISES LLC**, a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered Office: **3802 Bayshore Circle, Tavares, FL 32778.**

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 17 day of April, 2006.



PHONG BUI

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