

Division of Corporations

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DIVISION OF CORPORATIONS

#105-2305

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LIMITED LIABILITY AMENDMENT

A BETTER PLACE GROUP, LLC

Certificate of Status	0
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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION**

The undersigned, acting as an authorized representative of a member of A Better Place Group, LLC, a Florida limited liability company (the "Company"), whose Articles of Organization were originally filed with the Florida Department of State effective as of February 14, 2005, adopts the following Amended and Restated Articles of Organization of the Company:

ARTICLE I

Name

The name of the Company is A Better Place Group-Central Park, LLC.

ARTICLE II

Principal Office and Mailing Address

The principal office and mailing address of the Company is 6508 East Fowler Avenue, Tampa, Florida 33617-2406, care of J. Michael Morris, CPA.

ARTICLE III

Registered Agent and Office

The street address of the initial registered office of the Company is 501 East Kennedy Boulevard, Suite 1700, Tampa, Florida 33602, and the name of its initial registered agent at that address is Fowler White Boggs Banker P.A., c/o Hunter J. Brownlee.

These Amended and Restated Articles of Organization are being filed pursuant to Section 608.411 of the Florida Statutes and have been duly executed by the undersigned authorized representative of a member of the Company on July 6, 2005.

By: 

Hunter J. Brownlee
Authorized Representative

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for A Better Place Group-Central Park, LLC, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 6th day of July, 2005.

REGISTERED AGENT:

FOWLER WHITE BOGGS BANKER P.A.

By: 

Name: Hunter J. Brownlee

Title: Authorized Agent

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