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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Okomo Associates LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment UC
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OKOMO ASSOCIATES, LLC**

The undersigned, David O. Deutch, Vice President and Member of Okomo Associates, LLC, a Florida limited liability company (the "Company"), does hereby certify, attest and serve notice, pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, that the Articles of Organization of the Company are hereby amended and restated to read as set forth below. These Amended and Restated Articles supercede and substitute the Articles of Organization of the Company previously filed by the Company with the State of Florida on May 9, 2005.

ARTICLE I - Name

The name of the Company is:

OKOMO ASSOCIATES, LLC

ARTICLE II - Address

The mailing address and the street address of the principal office of the Company is:

9400 S. Dadeland Boulevard
Suite 100
Miami, Florida 33156

ARTICLE III - Business and Purpose

Any and all lawful business.

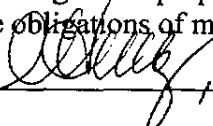
ARTICLE IV - Registered Agent and Office

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

Corporation Company of Miami
201 S. Biscayne Boulevard
Suite 1600 (GJC)
Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature:



Felicia Thickey, Asst Secretary of CCOM

ARTICLE V - Authority and Company Action

(a) Notwithstanding anything to the contrary set forth in these Articles of Organization, this Article V shall apply and govern so long as that certain loan made by City National Bank of Florida, its successors and assigns ("Lender") to the Company in the original principal amount of \$5,740,000 (the "Loan"), and any other obligation secured by that certain mortgage in favor of Lender (the "Mortgage"), remains outstanding and not indefeasibly paid in

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full. When the Loan is no longer outstanding and it is paid in full, this Article V shall no longer remain in effect and shall be null and void; provided, that until such time, this Article V shall govern over any other provision in these Articles of Organization.

(b) So long as any amount under the Loan remains outstanding, the Company shall conduct its affairs in accordance with the following provisions:

(i) The Company's purpose shall be limited to owning and operating the Property;

(ii) The Company shall not own or acquire any assets other than those related to its interest in and operation of the Property;

(iii) The Company shall hold itself out as a separate legal entity, conduct business in its own name, hold regular meetings, use separate stationary, invoices, checks and logos and observe all entity-level formalities and record-keeping requirements;

(iv) The Company may not commingle its assets or funds with those of any other entity;

(v) The Company shall prepare separate tax returns and financial statements and maintain books, records and accounts separate and apart from any other entity.

(vi) The Company shall pay its obligations and its expenses from its own funds and allocate fairly any common employees or overhead shared with affiliates;

(vii) The Company shall transact business with affiliates on an arms-length basis pursuant to written agreements; and

(viii) The Members shall not amend the provisions of this Article V or any corresponding provision of the Operating Agreement.

For purposes of this Article V, the following terms shall have the following meanings:

"Operating Agreement" shall mean that certain Limited Liability Company Operating Agreement of Okomo Associates, LLC, dated May 9, 2005, as amended from time to time.

"Property" shall mean the two (2) adjacent mobile home parks containing approximately 20.522 acres located at 3001 Taft Street and 2301 N. 29th Avenue, Hollywood, Broward County, Florida, as more particularly described in the Mortgage.



David O. Deutch, Vice President

(In accordance with Section 608.408(3), Florida Statutes,
the execution of this document constitutes an affirmation under
the penalties of perjury that the facts stated herein are true.)