

L05000058836

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To:

Division of Corporations
Fax Number : (850)205-0383

From:

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

M. HODGES

L05-58836

LIMITED LIABILITY AMENDMENT

VELMOR HOMES, LLC

Certificate of Status	0
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Page Count	02
Estimated Charge	\$25.00

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted June 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: Velmor Homes, LLC
Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on June 14, 2005.

Article III. Address

The Company's street and mailing address is:

Velmor Homes, LLC
1922 Indian Creek Drive
N. Ft. Myers FL 33917

Article IV. Registered Agent

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

Alfredo Garcia-Menocal, P.A.
730 NW 107th Avenue
Suite 115
Miami FL 33172

Article V. Transferability of Membership Interests

Alfredo Garcia-Menocal | FL Bar Member 533610
Alfredo Garcia-Menocal, P.A.
730 NW 107th Avenue
Suite 115
Miami FL 33172
786-512-7169

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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:
ST. JAMES REALTY DEVELOPMENT INC.

1922 Indian Creek Drive

N. Ft. Myers FL 33917

LAGUNAS DEVELOPMENT GROUP INC.

1315 SW 78th Place Miami FL 33144

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.

Velmor Homes, LLC

By: _____

Name: ALFREDO GARCIA-MENOCAL

Title: Attorney

Date: June 21, 2005

Alfredo Garcia-Menocal | FL Bar Member 533610
Alfredo Garcia-Menocal, P.A.
730 NW 107th Avenue
Suite 115
Miami FL 33172
786-512-7169

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**


CORPORATION:

Velmor Homes, LLC

REGISTERED AGENT/OFFICE:

Alfredo Garcia-Menocal, P.A.
730 NW 107th Avenue
Suite 115
Miami FL 33172

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.


ALFREDO GARCIA-MENOCAL, P.A.

Date: June 21, 2005

Alfredo Garcia-Menocal | FL Bar Member 533610
Alfredo Garcia-Menocal, P.A.
730 NW 107th Avenue
Suite 115
Miami FL 33172
786-512-7169