Division of Corporations Ĭ

## Florida Department of State

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Division of Corporations

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From:

: CORPORATE CREATIONS INTERMATIONAL INC. Account Name

Account Number : 110432003053 Phone

Fax Number

(305) 672-0686 : (305)672-9110

### LIMITED LIABILITY AMENDMENT

COSTA RICA PROPERTIES, LLC

Certificate of Status	0
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# AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted August 2, 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: COSTA RICA PROPERTIES, LLC Old Name:

#### Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on July 19, 2005.

#### Article III. Address

The Company's street and mailing address is:
COSTA RICA PROPERTIES, LLC
1311 Newport Center Drive West
Suite C
Deerfield Beach FL 33342

#### Article IV. Registered Agent

The name and street address of the Company's registered agent is: BRIAN P. HERBERT 718 VIA VERONA DEERFIELD BEACH FL 33442

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (305) 672-0686

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#### Article V. Transferability of Membership Interests

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 manager-managed company. The name of each manager is: WILLIAM J. GALLO
1311 Newport Center Drive West Suite C Deerfield Beach, FL 33342
BRIAN P. HERBERT
1311 Newport Center Drive West Suite C Deerfield Beach FL 33342
JERRY W. DUBOIS
1311 Newport Center Drive West Suite C Deerfield Beach FL 33342
ALBERT R. CAPELLINI
1311 Newport Center Drive West Suite C Deerfield Beach, FL 33342
SCOTT ATKINSON
1311 Newport Center Drive West Suite C Deerfield Beach FL 33342
Article VII. Company Existence
The Company's existence will begin effective upon the filing date of the original
Articles of Organization.
<del>-</del>
The undersigned executed these Amended and Restated Articles of Organization on the date shown below.
COSTA RICA PROPERTIES, LLC
By:
By: by K. Sarria as attorney-in-fact
Name: William J. Gallo
Title: Manager
TITIO: TANKEROL
Date: August 2, 2005
Corporate Creations International Inc.
941 Fourth Street

(305) 672-0686

Miami Beach FL 33139

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

COSTA RICA PROPERTIES, LLC

REGISTERED AGENT/OFFICE: BRIAN P. HERBERT 718 VIA VERONA DEERFIELD BEACH FL 33442

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.

BRIAN P. HERBERT by K. Sarria as attorney-in-fact

Date: August 2, 2005

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