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(Requestor's Name)

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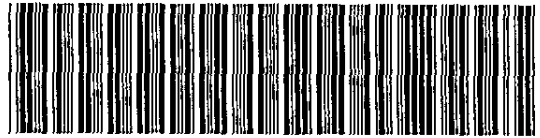
(Business Entity Name)

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06 FEB 22 AM 9:14  
CLERK OF COURT  
TALLAHASSEE, FLORIDA  
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CLERK OF COURT  
TALLAHASSEE, FLORIDA

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BE 33, LLC

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2006 FEB 22 AM 10:47  
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- \_\_\_ Art of Inc. File
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- \_\_\_ L.C. File
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File LLC
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- \_\_\_ Cert. Copy
- \_\_\_ Photo Copy
- \_\_\_ Certificate of Good Standing
- \_\_\_ Certificate of Status
- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
- \_\_\_ UCC 11 Search
- \_\_\_ UCC 11 Retrieval
- \_\_\_ Courier

Signature

Requested by:

Name

Date

Time

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WL 2/22 9:00

**RESTATED AND AMENDED ARTICLES OF ORGANIZATION  
OF  
BE 33, LLC**

**FILED**  
2006 FEB 22 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Each undersigned individual, being either a member or the authorized representative of a member, hereby presents for filing these Restated and Amended Articles of Organization to the Department of State of the State of Florida in accordance with §608.411, Florida Statutes, as a restatement and amendment to the Articles of Organization filed on September 1, 2005.

**ARTICLE I**

The name of the limited liability company (the "Company") is:

BE 33, LLC

**ARTICLE II**

Unless and until the Company is dissolved by the unanimous consent of the members or by law, the Company will exist in perpetuity from the date of the filing of these Articles with the Florida Department of State.

**ARTICLE III**

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

701 Brickell Avenue  
Suite 2500  
Miami, Florida 33131

#### **ARTICLE IV**

The name of the initial registered agent and the street address of the initial registered office for service of process in the State of Florida are as follows. Attached to these Articles is a written statement from the registered agent as required by Florida Statute § 608.415.

Registered Agent

Harold L. Lewis

Address of Registered Office

One Biscayne Tower, Suite 2400  
2 South Biscayne Boulevard  
Miami, Florida 33131

#### **ARTICLE V**

The business of the Company shall be managed by one or more managers. The Company shall be a manager-managed Company. The initial manager will be:

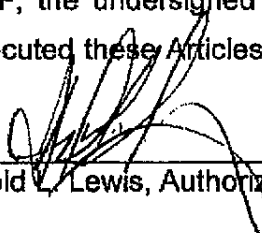
CD 33, LLC  
701 Brickell Avenue  
Suite 2500  
Miami, FL 33131

#### **ARTICLE VI**

The Company may exercise any powers, without limitation whatsoever, which a limited liability company may legally exercise under the laws of the State of Florida.

The Company may indemnify any manager, member, officer, employee or agent of the Company to the fullest extent permitted by Florida law.

**IN WITNESS WHEREOF**, the undersigned authorized representative of the Company has hereunto executed these Articles of Organization this 15<sup>th</sup> day of February 2006.

  
\_\_\_\_\_  
Harold L. Lewis, Authorized Representative

**ACCEPTANCE OF REGISTERED AGENT**

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.

  
\_\_\_\_\_  
Harold L. Lewis