

Division of Corporations

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Florida Department of State
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From: GAIL S. ANDRE

Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
Account Number : 072720000036
Phone : (407) 843-4600
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PLEASE ARRANGE FILING OF THE ATTACHED AMENDED AND RESTATED ARTICLES OF ORGANIZATION AND RETURN A CERTIFICATION TO ME AS SOON AS POSSIBLE. THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

LIMITED LIABILITY AMENDMENT

RLI LIVE OAK EMERALD, LLC

Certificate of Status	0
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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
RLI LIVE OAK EMERALD, LLC**

The undersigned, pursuant to the provisions of Section 608.411 of the Florida Statutes, desires to amend and restate the Articles of Organization of **RLI LIVE OAK EMERALD, LLC**, filed with the Florida Department of State on October 20, 2005, and hereby adopts the Amended and Restated Articles of Organization set forth below:

ARTICLE I - NAME

The name of this limited liability company is **RLI LIVE OAK EMERALD, LLC** (the "Company").

ARTICLE II - PRINCIPAL OFFICE

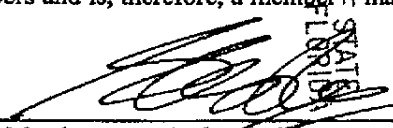
The mailing address and street address of the principal office of the Company is 5200 Vineland Road, Suite 200, Orlando, Florida 32811.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 5200 Vineland Road, Suite 200, Orlando, Florida 32811, and the name of the initial registered agent of the Company at that address is Suresh K. Gupta.

ARTICLE IV - MANAGEMENT

The Company is to be managed by one or more members and is, therefore, a member-managed company.



Signature of a Member or an Authorized Representative
of a Member

Suresh K. Gupta

Typed or Printed Name of Signer

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 as provided for in Chapter 608, Florida Statutes.



Suresh K. Gupta