

Florida Department of State

Division of Corporations Public Access System

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To:

Division of Corporations

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From:

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone

Fax Number

; (561)694-8107 : (561)694-1639

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

WATERPROJECT SBR, LLC

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted April 9, 2007 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: Waterproject SBR, LLC Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on December 21, 2005.

Article III. Address

The Company's street and mailing address is:

Waterproject SBR, LLC 201 Alhambra Circle Suite 901 Coral Gables FL 33134

Article IV. Registered Agent

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

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107

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. Mana	- -	
WATERPROJECT	anager-managed company. The name and address of MANAGEMENT CORP.	each manager is:
201 Amanina Circ	le Suite 901 Coral Gables FL 33134	

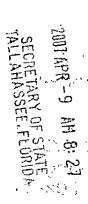
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Articles of Organ	existence will begin effective upon the filing date of nization. executed these Amended and Restated Articles of C	3 3 2
Waterproject SB		
By: MBAU	n as attorney-in-fact	·
Name: Waterpro	ject Management Corp.	
Title: Manager		
Date: April 9, 2	9007	
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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

LIMITED LIABILITY COMPANY: Waterproject SBR, LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410



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.

CORPORATE CREATIONS NETWORK INC.
Megan Allen, Assistant Secretary

Date: April 9, 2007

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107