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SECRETARY OF STATE
DIVISION OF CORPORATIONS

RAMSBERGER LAW GROUP, P.A.

2959 First Avenue North St. Petersburg, Florida 33713

Thomas M. Ramsberger, Esquire E-mail TRamsberger@ramsbergerlaw.com Telephone (727) 327-1145 Facsimile (727) 323-4936

May 17, 2006

VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: SimDag Realty, LLC

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Amendment to Articles of Organization of SimDag Realty, LLC. In addition to other changes, the registered agent's address for this entity is being changed. Enclosed is a check in the amount of \$50.00 to cover the cost of the change of the Registered Agent's Address and the filing of the enclosed Articles of Amendment. Please return the enclosed copy indicating that the original has been filed.

Your prompt attention to this matter is greatly appreciated. Should you have any questions regarding the enclosed documents, please feel free to contact this office.

Sincerely,

Pamela Neet Brickley

Pamela Neet Brickley

Paralegal

PNB/pb Enclosures

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF ORGANIZATION

OF

SIMDAG REALTY, LLC

Pursuant to the provisions of Section 608.411, Florida Statutes, this Florida limited liability company adopts the following Amendment to and Restatement of its Articles of Organization:

- 1. The name of this limited liability company is SimDag Realty, LLC.
- 2. The Articles of Organization of this limited liability company were filed with the Florida Department of State on April 10, 2006 and assignment document number L06000038118.
- 3. The following amendment to the Articles of Organization was adopted by the limited liability company.
- 4. The Articles of Organization of this limited liability company are hereby amended and restated in full as follows:

AMENDED AND RESTATED

ARTICLES OF ORGANIZATION

OF

SIMDAG REALTY, LLC

The undersigned authorized representative of a member hereby executes these Amended and Restated Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

<u>Name</u>

The name of this limited liability company (the "Company") shall be:

SimDag Realty, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

102 West Whiting Street, Suite 600 Tampa, Florida 33602

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 102 West Whiting Street, Suite 600, Tampa, Florida 33602, and the initial registered agent of the Company at such office shall be Thomas M. Ramsberger. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Operating Agreement

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE V

Initial Member/Manager

The initial Member/Manager of the Company shall be SimDag Properties, LLC, a Florida limited liability company.

ARTICLE VI

Officers

The initial officer of the Company as appointed by the Member/Manager in accordance with the Operating Agreement of the Company shall be as follows:

Name and Address

Office |

Marilee Friedman 102 West Whiting Street, Suite 600 Tampa, Florida 33602 Vice President

ARTICLE VII

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

These Articles of Amendment to the Articles of Organization shall be effective immediately upon filing with the Florida Department of State.

[Signatures on following page.]

IN WITNESS WHEREOF, the undersigned has caused these Articles to be executed and acknowledged this _15th day of May, 2006.

SimDag Realty, LLC, a Florida limited liability company

By: SimDag Properties, LLC, a Florida limited liability company, it sole member

By:

Frank Dagostino, Manager/Member

SIMDAG REALTY, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

Thomas M. Ramsberger