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COVER LETTER

Division of Corporations	
SUBJECT: ECIL Capital, LLC	
(Name of Limited Liability Company)	
The enclosed Articles of Amendment and fee(s) are submitted for filing.	
Please return all correspondence concerning this matter to the following:	
Frank D. Gonzalez, Esq.	
(Name of Person)	
Children's Home Society of Florida	
(Firm/Company)	_ =
1485 S. Semoran Blvd., Suite 1448	SECRETARY IVISION OF C
(Address)	
Winter Park, Florida 32792	
(City/State and Zip Code)	ED STATE OF
For further information concerning this matter, please call:	TE HONS
Frank D. Gonzalez, Esq. at 321 397-3000 Ext.	298
(Name of Person) (Area Code & Daytime Telephone Number	:r)
Enclosed is a check for the following amount:	
\$25.00 Filing Fee \$\ \text{Certificate of Status} \text{Solon Filing Fee & Certificate of Status} \text{Certified Copy (additional copy is enclosed)} \text{Certified Copy (additional copy (additional copy is enclosed)} \text{Certified Copy (additional copy is enclosed)} C	atus &

MAILING ADDRESS:

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

AMENDED AND RESTATED ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

ECIL Capital, LLC

ARTICLE II – Address:

The street address of the principal office of the Limited Liability Company is:

1485 SOUTH SEMORAN BOULEVARD, SUITE 1448 WINTER PARK, FLORIDA 32792

The mailing address of the principal office of the Limited Liability Company is:

c/o AM&E SERVICES LLC POST OFFICE BOX 2967 ORLANDO, FLORIDA 32802-2967

ARTICLE III- Management:

The Limited Liability Company is a manager-managed Limited Liability Company. The Limited Liability Company shall be managed by the manager(s) who is (are) designated, appointed or elected to act in such capacity in accordance with the Operating Agreement of the Limited Liability Company.

The persons who are designated or appointed as President and, in his or her absence, a Vice President shall carry out and further the decisions and actions of the managers or member(s) made pursuant to the Operating Agreement and shall be authorized to execute on any and all reports, forms, instruments, documents, papers, writings, agreements and contracts, including but not limited to deeds, bills of sale, assignments, leases, promissory notes, mortgages and security agreements and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts and obligations of the Company are created, incurred or evidenced, which are necessary, appropriate or beneficial to carry out or further such decisions or actions.

ARTICLE IV- Purpose:

The purpose of the Limited Liability Company shall be to engage in the holding of personal property for the benefit of its Member, grant its Member the use of that property pursuant to reasonable, but not necessarily fair-market-value, terms and conditions as provided in any form of contract or agreement between the Company and its Member, and support its Member in its charitable, nonprofit activities through the use of any lawful not for profit business that may be engaged in by a limited liability company organized under the Act, as such not for profit business activities may be determined by its Member from time to time.

DIVISION OF CORPORATIONS

(In accordance with section 608.408(3), Florida Statues, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

David A. Bundy – Authorized Representative

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

The name of the limited liability company is ECIL Capital, LLC

1. The name and the Florida street address of the registered agent are:

Children's Home Society of Florida, Inc. 1485 S. Semoran Blvd. Suite 1448 Winter Park, FL 32792

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.

CHILDREN'S HOME SOCIETY OF FLORIDA, INC.

David A Rundy President/CRO