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Division of Corporations

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Florida Department of State

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DIVISION OF CORPORATION**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN****THREE TWENTY DUNBAR, LLC**

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
THREE TWENTY DUNBAR, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Amended and Restated Articles of Organization for Three Twenty Dunbar, LLC, a limited liability company under the Florida Limited Liability Company Act, Chapter 608.401, et seq., Florida Statutes (the "Act"), does sign, acknowledge and deliver to the Secretary, Florida Department of State, previously organized on September 11, 2006. These Amended and Restated Articles of Organization shall amend, supplant and replace in their entirety the Articles of Organization for the Company filed with the Secretary of State of the State of Florida on September 11, 2006.

ARTICLE I

Name

The name of the Limited Liability Company (the "Company") is Three Twenty Dunbar, LLC.

ARTICLE II

Address

The mailing address and the street address of the principal office of the Company is c/o The Cury Group, 324 Royal Palm Way, Suite 204, Palm Beach, Florida 33480.

ARTICLE III

Registered Agent, Registered Office and Registered Agent's Signature

The name and the Florida street address of the Registered Agent is Edward C. Cury, c/o The Cury Group, 324 Royal Palm Way, Suite 204, Palm Beach, Florida 33480.

ARTICLE IV

Management; Powers and Duties

The Limited Liability Company is to be managed by the Member(s) and is, therefore, a member managed Company. The following powers and duties shall apply to management of the Company:

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A. The powers of the Company shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under the direction of, the Member(s). Except as set forth in Article IV, Section B or unless pursuant to the Act or other applicable law a greater number or percentage is required, all decisions or actions of the Member(s) allowed, permitted or required under these Amended and Restated Articles of Organization or the Act shall be made by action of the holders of a "Majority in Interest." As used in the foregoing sentence and, generally, herein, a "Majority in Interest" shall mean a combination of any such Member(s) who, in the aggregate, own more than 50% of the outstanding units of interest of membership in the Company at that particular time.

B. The Company hereby confirms and instructs the Members that undertaking of and action regarding all "Material Decisions" shall require the unanimous approval by affirmative vote of the Member(s) in the Company, with such vote taken at a meeting of the Member(s) or, in the alternative, by unanimous written action, consent or authority in lieu of a meeting of the Member(s). As used in the foregoing sentence and, generally, herein, a "Material Decision" shall mean:

1. The sale, pledge, lease or otherwise disposing of, or granting a mortgage or deed of trust on the land, improvements or other assets owned by the Company and located at 320 Dunbar Road, Palm Beach, County of Palm Beach, Florida 33480 (the "Property") or any interest therein or the purchase of or sale, pledge, lease or otherwise disposing of, or granting a mortgage or deed of trust. The foregoing shall include without limitation the granting of options and rights of first refusal in or to the Property;
2. Incurring indebtedness for borrowed money and refinancing existing indebtedness, whether secured or unsecured as the case may be as to borrowed money;
3. Lending money to, or guaranteeing the debts or other obligations of, a Member or any other person, trust or entity;
4. Making tax elections and other decisions affecting the tax treatment of a Member;
5. Making any one-time expenditure in excess of \$10,000.00 or any expenditures of \$25,000.00 in the aggregate or entering into or amending a brokerage agreement or contract with a real estate broker listing all or any portion of the Property for sale or lease;
6. Entering into, or amending, one or more contracts between the Company and a Member, between the Company and any third party where the collective value of such contract(s) exceeds \$25,000.00;
7. Acquiring any property, whether real, personal, mixed or otherwise, or any interest therein other than the Property or such de minimus items of personal property incidental to or used in connection with the Company's ownership of the Property;
8. Changing the ownership interest of any Member;
9. Admitting an additional person, trust or entity as a Member of the Company;
10. Dissolving, liquidating, and winding up the affairs of the Company;

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11. Merging or consolidating the Company with or into any trust, partnership, limited liability company, corporation or other entity;
12. Filing for bankruptcy, appointment of a receiver or trustee or making a transfer for the benefit of creditors;
13. Commencing, settling or dismissing litigation by or against the Company that is not covered by insurance or confessing a judgment against the Company or its assets or any portion thereof; or
14. Amending the provisions of this Article IV of these Articles of Organization of the Company.

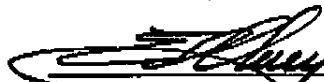
ARTICLE V

Assignment

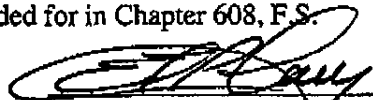
Upon filing of these Amended and Restated Articles of Organization with the Florida Department of State, the undersigned Authorized Signatory may cause to be created or assigned the membership rights in and to the Company to one or more members.

IN WITNESS WHEREOF, the undersigned has entered, executed and made these Amended and Restated Articles of Organization as of this 30 day of September, 2006.

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


Edward C. Cury, Authorized Signatory

Having been named as registered agent and to accept service of process for the Company at the place designed in this Certificate, I 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, F.S.


Registered Agent's Signature
Edward C. Cury

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