

206000115565

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

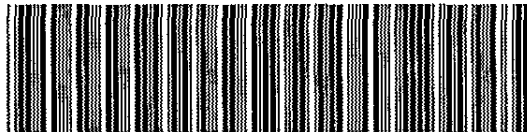
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\*BOARD CERTIFIED BY  
THE FLORIDA BAR IN  
BUSINESS LITIGATION

February 12, 2007

Registration Section  
Division of Corporations  
Florida Secretary of State  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Millennium Tower Group, LLC

Dear Sir or Madam:

With respect to the referenced LLC (formed in 2006), enclosed are the following:

1. The original and one copy of the Amended and Restated Articles of Organization of Millennium Tower Group, LLC
2. A check for \$50.00 (\$25.00 filing fee; \$25.00 change of Registered Agent)

Please return the copy with the filing information stamped thereon to the undersigned at the address above.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,



Richard D. Baxter, Esq.

RDB/mo  
Enclosures  
cc: Tim O'Shaughnessy

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF  
MILLENNIUM TOWER GROUP, LLC**

**FIRST:** The name of the limited liability company is Millennium Tower Group, LLC (the "LLC"); the date of filing of its Articles of Organization was December 4, 2006; and its Document Number is L06000115565.

**SECOND:** Pursuant to Section 608.411 of the Florida Statutes, the LLC hereby amends and restates its Articles of Organization and hereby sets forth the following Amended and Restated Articles of Organization which (specifically including the change of the LLC's registered agent and registered office as set forth in Article III hereof) was duly approved by the action of all of its members on February 5, 2007, and which has been duly executed and is being filed in accordance with the provisions of said Section 608.411:

**ARTICLE I - NAME**

The name of the LLC is: Millennium Tower Group, LLC

**ARTICLE II - ADDRESS**

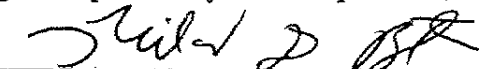
The mailing address and street address of the principal office of the LLC is 1133 Louisiana Avenue, Suite 114, Winter Park, Florida 32789

**ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE**

The current registered office of the LLC is 327 Wekiva Commons Circle, Apopka, FL 32712. The registered office and the registered agent of the LLC is hereby changed to:

Miller, South & Milhausen, P.A.  
c/o Richard D. Baxter, Esq.  
1000 Legion Place, Suite 1200  
Orlando, FL 32801  
Telephone (407) 539-1638  
Facsimile (407) 539-2679

*Having been named as registered agent and to accept service of process for the above named 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*



Richard D. Baxter, Attorney/Registered Agent's Signature

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#### **ARTICLE IV - PURPOSES AND POWERS**

The general purposes for which the LLC organized is to and to engage in and transact all lawful business and activities for which a limited liability may be organized under the laws of the State of Florida. The LLC shall have all of the powers granted to a limited liability company under the laws of the State of Florida.

#### **ARTICLE V - MANAGEMENT.**

The LLC is to be managed by a manager or managers. The names and addresses of the persons who are to serve as the managers are:

Timothy O'Shaughnessy  
1133 Louisiana Avenue, Suite 114  
Winter Park, FL 32789

Bryan Greiner  
707 Divot Court  
St. Augustine, FL 32080

#### **ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS.**

The right to admit additional members and the terms and conditions of the admissions shall be as set forth in the Operating Agreement of the LLC, as the same may be amended from time to time.

#### **ARTICLE VII - DURATION; PERPETUAL EXISTENCE**

The LLC was organized on December 4, 2006. The LLC shall exist perpetually, except as otherwise provided by Sections 608.441, 608.448 and 608.449 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned representative of a member of the Millennium Tower Group, LLC has executed these Amended and Restated Articles of Organization this 5th day of February, 2007.



Signature of representative of a member

Timothy O'Shaughnessy  
(Typed name of representative of a member)

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

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