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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

KAPS HOSPITALITY, LLC

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D. BRUCE

MAY 15 2009

EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**SECOND AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
KAPS HOSPITALITY, LLC**

The undersigned hereby execute and acknowledge these Second Amended and Restated Articles of Organization for the purpose of amending the limited liability company's Amended Articles of Organization filed in accordance with the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this company is **KAPS HOSPITALITY, LLC**.

**ARTICLE II
PERIOD OF DURATION**

This company shall commence as of the date these Articles of Organization are filed with the Department of State of the State of Florida and shall exist perpetually thereafter, unless this company is dissolved pursuant to the terms of the operating agreement for this company or by operation of law.

**ARTICLE III
BUSINESS, OBJECTS OR PURPOSES**

The general nature of the business to be transacted by this company, or the objects or purposes of this company, shall be as follows:

- a) To purchase and develop property, and to do all things necessary, advisable and expedient in connection with, or incidental to, such activities.
- b) To invest in real estate, mortgages, stocks, bonds or any other type of investments.
- c) To own real and personal property necessary for the rendering of the above services.
- d) In general, to have and exercise all powers conferred by the laws of Florida upon limited liability companies, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

**ARTICLE IV
PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of this company shall be 6601 South Magnolia Avenue, Ocala, Florida 34476.

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ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this company shall be located at 4 S.E. Broadway, Ocala, Florida 34471, and the initial registered agent of this company at such office shall be Jose H. Cortes, Jr., Esquire.

ARTICLE VI
MEMBERS (Amended)

The initial Members of this limited liability company, whose names and addresses, and Membership Units and Sharing Ratios in the company, are as follows:

Names of Members	Address	No. of Units	Sharing Ratio
Laven Holdings, LLC	6601 S. Magnolia Avenue Ocala, FL 34476	10	50%
Bhavas, LLC	6601 S. Magnolia Avenue Ocala, FL 34476	5	25%
LSV., LLC	11253 Bridgehouse Rd Windermere, FL 34786	5	25%

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ARTICLE VII
MANAGEMENT (Amended)

The business and affairs of the Company shall be conducted by one (1) Manager (the "Manager") and all management of the Company shall be vested in the Manager. The Manager shall have the power and authority to do all things necessary or convenient to carry out the business and affairs of the Company. This power and authority shall be more specifically set forth in the Operating Agreement. The initial Manager shall be Nagender A. Reddy.

ARTICLE VIII
OPERATING AGREEMENT

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

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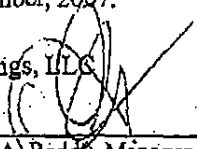
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ARTICLE IX
AMENDMENT OF ARTICLES OF ORGANIZATION

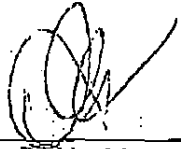
These Article of Organization may be amended at any time by a majority vote of the membership interest of this company.

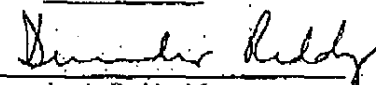
IN WITNESS WHEREOF, the undersigned authorized representatives of the members of this company have executed these Amended and Restated Articles of Organization this 10th day of December, 2007.

Laven Holdings, LLC

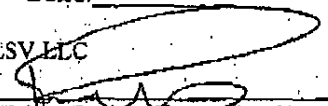
By: 
Nagender A. Reddy, Manager
Dated: 12-10-2007

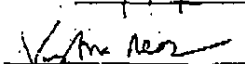
Bhavas, LLC

By: 
Nagender A. Reddy, Manager
Dated: 12-10-2007

By: 
Devender A. Reddy, Manager
Dated: _____

ESV LLC


Vishnu Reddy, Tenant by the Entireties
with Vijitha Reddy, Member
Dated: 12/9/07



Vijitha Reddy, Tenant by the Entireties
with Vishnu, Member
Dated: 12/9/07

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of KAPS HOSPITALITY, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

DATED this 14 day of May 2007


Jose H. Cortes, Jr., Esquire
Registered Agent

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