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(City/State/Zip/Phone #)

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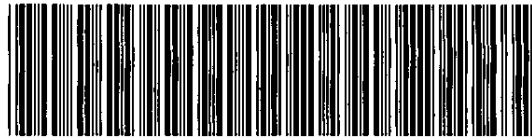
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Erik P. Shuman

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September 19, 2007

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File No. 97233-2

Registration Section
Florida Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Carelli 1810, LLC

Dear Sir or Madam:

Please find enclosed the Amended and Restated Articles of Organization for Carelli 1810, LLC. ("the Company"). Enclosed is our firm's check in the amount of \$60.00 to cover the cost of the filing fee, a certified copy of the Articles of Organization for the Company, and a Certificate of Status. Please forward the certified copy of the Articles and the Certificate of Status to my attention at the address noted above.

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

Sincerely,


Erik P. Shuman

EPS/cka
Enclosure

cc: Mr. Daniel B. Carelli
\\97233\\2 - # 236847 v1
9/19/07

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
CARELLI 1810, LLC**

The following Amended and Restated Articles of Organization, duly adopted pursuant to the authority and provisions of Chapter 608 of the Florida Statutes, supersede and take the place of the existing Articles of Organization of CARELLI 1810, LLC (the "Company"), which were filed with the Florida Department of State on May 15, 2007 (Document No. L07000051682).

WHEREAS, these Amended and Restated Articles of Organization were unanimously approved by the Sole Member of the Company by written actions adopted on September 13th 2007;

BE IT RESOLVED, that the Articles of Organization of the Company, be and the same are hereby amended and restated to read as follows:

**ARTICLES OF ORGANIZATION
OF
CARELLI 1810, LLC**

ARTICLE I - NAME

The name of the Limited Liability Company is **CARELLI 1810, LLC**.

ARTICLE II - PRINCIPAL OFFICE

The street and mailing addresses of the Limited Liability Company is **3965 Heild Road, Palm Bay, Florida 32907**.

ARTICLE III - DURATION

The Limited Liability Company shall have perpetual existence, commencing on May 15, 2007.

ARTICLE IV - PURPOSE

The Limited Liability Company is organized for the purpose of transacting any and all lawful business.

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be a manager managed company. The name and address of each Manager is as follows:

Daniel B. Carelli (MGR)
3965 Heild Road
Palm Bay, Florida 32907

Danny Carelli (MGR)
1401 52nd Street South
Gulfport, Florida 32707

ARTICLE VI - REGISTERED OFFICE
AND REGISTERED AGENT

The street address of the registered office of the Limited Liability Company is **3965 Heild Road, Palm Bay, Florida. 32907** and the name of the registered agent of the Limited Liability Company at that office is **Heather Carelli**.

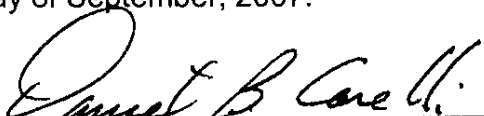
ARTICLE VII - INDEMNIFICATION

Except to the extent otherwise provided in the Operating Agreement of the Limited Liability Company, the Limited Liability Company shall indemnify each person or entity who was or is a Member, director, officer, employee or agent of the Limited Liability Company to the full extent permitted by law.

* * *

These Amended and Restated Articles of Organization of CARELLI 1810, LLC, were unanimously adopted by its sole Member by Actions By Written Consent dated September 13th, 2007. These Amended and Restated Articles of Organization shall be effective as of the date of their filing.

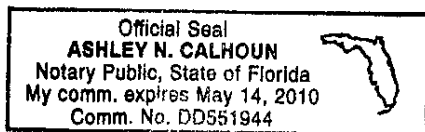
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization on this 13th day of September, 2007.


Daniel B. Carelli
Sole Member


STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing Amended and Restated Articles of Organization were acknowledged before me this 13th day of September, 2007, by Daniel B. Carelli, ☒ who is personally known to me or ☐ who has produced a Florida driver's license as identification and who did not take an oath.




(Affix Notary Seal)


NOTARY PUBLIC, State of Florida
Print name: Ashley N. Calhoun
My commission expires: 5/14/2010

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY AT THE PLACE DESIGNATED IN THE FOREGOING AMENDED AND RESTATED ARTICLES OF ORGANIZATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREED 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 THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

SIGNATURE:


Heather Carelli
DATE: September 14, 2007