

07-08-2008 11:20AM

FROM: B. V. & M. P.A.

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Division of Corporations

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PALMA BEST PROPERTIES LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
PALMA BEST PROPERTIES, LLC**

The undersigned, being authorized to execute and file these Amended and Restated Articles of Organization pursuant to Section 608.411, Florida Statutes, hereby certifies that:

FIRST: The company was originally formed under the laws of the State of Florida on May 7, 2008 under the name Palma Best Properties, LLC.

SECOND: That the Articles of Organization of the company shall be amended and restated to read in full as follows:

ARTICLE I - Name

The name of the Limited Liability Company is: **Palma Best Properties, LLC.**

ARTICLE II - Address

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

c/o Scott Levine
100 S.E. 2nd Street, Suite 2900
Miami, Florida 33131

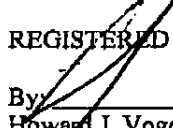
ARTICLE III - Registered Agent/Office

The name and Florida street address of the registered agent is:

Registered Agents of Florida, LLC
100 S.E. 2nd Street, Suite 2900
Miami, Florida 33131

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, the undersigned hereby 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

REGISTERED AGENTS OF FLORIDA, LLC

By 
Howard J. Vogel, Vice-President

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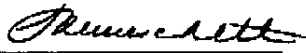
ARTICLE III - Members

Name and address of the manager of the company is:

<u>Name</u>	<u>Address</u>
Pro-Administra, Inc.	8 Aquilino de la Guardia Street City of Panama Republic of Panama

The undersigned member has executed these Amended and Restated Articles of Organization this 30th day of June, 2008.

PRO-ADMINISTRA, INC., a
Panamanian corporation

By 
Name: Lilian de Muschett
Title: President

(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.)

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