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(City/State/Zip/Phone #)

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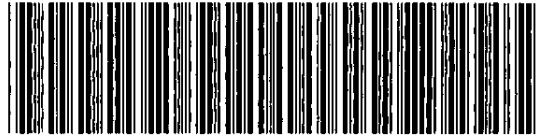
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08 NOV -3. AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

S. HAWKES

NOV 5 2008

EXAMINER

**HAVENS &  
MILLER,**

**P.L.L.C.  
ATTORNEYS AT LAW**

**OFFICE LOCATIONS:**

**BLUEWATER BAY /  
DESTIN, FL  
NASHVILLE, TN  
NEW ORLEANS, LA**

October 28, 2008

**CONFIDENTIAL  
VIA PRIORITY MAIL**

Department of State  
Division of Cooperative Filings  
PO Box 6327  
Tallahassee, FL 32314

**Re: Amended Article for Element 5 Studio, PLLC**

**Jason E. Havens**

Attorney at Law

Member, The Florida Bar &  
Tennessee Bar Association

Fellow, American Bar  
Foundation

Master of Laws (LL.M.) in  
Estate Planning

Master of Laws (LL.M.) in  
International Taxation  
(Emphasis: International  
Estate Planning)

Creator, Legal Research for  
Estate Planners  
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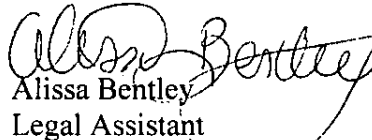
Dear Department of State:

Please find enclosed an amended and restated article of organization of Element 5 Studio, PLLC. Also included is a \$25.00 check for the required filing fee.

Thank you for your time in handling this matter. Please feel free to call me at 850-897-6733 if you have any questions.

Best regards,

HAVENS & MILLER, PLLC

  
Alissa Bentley  
Legal Assistant

AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF  
ELEMENT 5 STUDIO, PLLC,  
A Florida Professional Limited Liability Company

Pursuant to the provisions of section 608.411, Florida Statutes, this Florida Professional Limited Liability Company adopts the following Articles of Amendment to its Articles of Organization:

**FIRST:** Amendment adopted:

The Articles of Organization of this Professional Limited Liability Company shall be amended and superseded in their entirety, including but not limited to amendments pursuant to Section 621.13 of the Florida Statutes to change its classification from a professional limited liability company (governed by Chapters 621 and 608 of the Florida Statutes) to a limited liability company (governed solely by Chapter 608 of the Florida Statutes), to read as follows:

**ARTICLE ONE  
NAME**

The name of the Limited Liability Company is ELEMENT 5 STUDIO, LLC.

**ARTICLE TWO  
ADDRESS**

The street address of the principal office of this Limited Liability Company is 383 Calle Escada, Santa Rosa Beach, Florida 32549, and its mailing address is P.O. Box 611310, Rosemary Beach, Florida 32461.

**ARTICLE THREE  
PURPOSE**

The purpose for which this Limited Liability Company is organized is any and all lawful business.

**ARTICLE FOUR  
REGISTERED AGENT**

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

Jason E. Havens  
4400 East Highway 20, Suite 211  
Niceville, FL 32578

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, 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 I am familiar with and accept the obligations of my position as registered agent.

  
Jason E. Havens

**ARTICLE FIVE  
MANAGING MEMBERS**

The names and the mailing address of the Managing Members are as follows:

Frank G. Greene

P.O. Box 611310  
Rosemary Beach, FL 32461

Marshall J. Wright

P.O. Box 611310  
Rosemary Beach, FL 32461


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**SECOND:** This amendment does not provide for an exchange, reclassification, or cancellation of issued units. Rather, this amendment accomplishes the original issuance of the Limited Liability Company's units.

**THIRD:** The date of this amendment's adoption is October 20, 2008.

**FOURTH:** Adoption of the Amendment(s): The amendment(s) was or were approved by the members. The number of votes cast for the amendment(s) was or were sufficient for approval.

**EXECUTED** by the Members as of the date first written above.

  
By: Marshall J. Wright  
Its: Managing Member