

Division

**L08000097301** of 1

Florida Department of State  
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**JACARANDA ONE, LLC**

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
JACARANDA ONE, LLC**

JACARANDA ONE, LLC, a Florida limited liability company, filed its original Articles of Organization with the Florida Department of State on October 15, 2008, and was assigned document number L08000097301.

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, the undersigned, being an authorized representative of the members of the Company, pursuant to a resolution duly adopted by its members, hereby adopts the following Amended and Restated Articles of Organization:

**ARTICLE I - NAME**

The name of the limited liability company shall be JACARANDA ONE, LLC (the "Company").

**ARTICLE II - MAILING ADDRESS AND STREET ADDRESS**

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

101 Convention Center Drive  
Suite 700  
Las Vegas, Nevada 89109

**ARTICLE III - EFFECTIVE DATE**

This limited liability company's existence shall commence upon the filing of these Articles and shall terminate as provided for in the Operating Agreement.

**ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company is:

Robert S. Forman  
1715 Monroe Street  
Fort Myers, FL 33901

**ARTICLE V - PURPOSE**

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be

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organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

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**ARTICLE VI - MANAGEMENT OF THE COMPANY**

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company. The following is the name and address of the initial Manager who shall serve as the Manager of the Company until its successor is elected and qualified:

AKM Global, Inc.  
P.O. Box 27740  
Las Vegas, NV 89126

**ARTICLE VII - OPERATING AGREEMENT**

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

IN WITNESS WHEREOF, the undersigned, being an Authorized Representative of the Company, has executed these Amended and Restated Articles of Organization, this 23<sup>rd</sup> day of October, 2008.



Robert S. Forman  
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is JACARANDA ONE, LLC
2. The name and address of the registered agent and office is:

Robert S. Forman  
1715 Monroe Street  
Fort. Myers, FL 33901

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.



Robert S. Forman, Registered Agent

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