

Florida Department of State
Division of Corporations
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L. SELLERS

JUL -2 2010

EXAMINER

To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.
Account Number : 073222003555
Phone : (561) 686-3307
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: bmann@nasonyeager.com

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
BOCA RITZ, LLC

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10 JUL -1 PM 4:16
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TALLAHASSEE, FLORIDA

FILED
10 JUL -1 AM 11:30
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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
BOCA RITZ, LLC**

Pursuant to the provisions of Section 608.411, Florida Statutes, this Florida limited liability company submits the following to amend and restate its Articles of Organization:

- FIRST:** The name of the limited liability company is Boca Ritz, LLC.
- SECOND:** The Articles of Organization for the Company contained a scrivener's error. The Company is manager-managed not member-managed.
- THIRD:** The limited liability company was registered with the Florida Department of State on October 19, 2009 and assigned Document No. L09000100599.
- FOURTH:** The Articles of Organization are hereby amended and restated to read:

**ARTICLE I
NAME**

The name of this limited liability company (the "*Company*") is:

BOCA RITZ, LLC

**ARTICLE II
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 1951 NW 19th Street, Suite 200, Boca Raton, Florida 33431.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Gary N. Gerson, Esquire, and his address is 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401.

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**ARTICLE IV
MANAGEMENT**

The Company shall be a manager-managed company. The Managers of the Company are as follows:

Dan Andreacci, 3524 Turenne Way, Wellington, FL 33449
Arthur J. Falcone, 1951 NW 19th Street, Suite 200, Boca Raton, Florida 33431

The undersigned executed these Amended and Restated Articles of Organization on this 1st day of July, 2009.



Gary N. Gerson, Authorized Representative
of the Member

(In accordance with Section 60B.408(3),
Florida Statutes, the execution of this
document constitutes an affirmation under
the penalties of perjury that the facts stated
herein are true.)

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

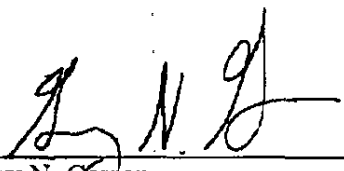
1. The name of the limited liability company is:

BOCA RITZ, LLC

2. The name and the Florida address of the registered agent are:

Gary N. Gerson
1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, Florida 33401

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.



Gary N. Gerson