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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

OCT 9 2012

EXAMINER

DALE, BALD, SHOWALTER, MERCIER & GREEN

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

HOWARD L. DALE
WILLIAM A. BALD *
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MARK M. GREEN
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JACKSONVILLE, FLORIDA 32202-4308
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* ALSO ADMITTED IN GEORGIA

October 5, 2012

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: RE Realty Investments LLC
Our File No.: 3140.0008

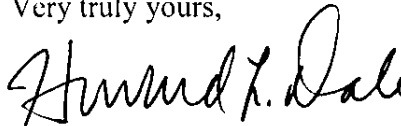
Ladies and Gentlemen:

Our office represents RE Realty Investments LLC. At this time we would like to file the enclosed Amended and Restated Articles of Organization of RE Realty Investments LLC.

Enclosed is our check in the amount of \$55.00 representing payment for the \$25.00 amendment filing fee and \$30.00 for a certified copy of the Amended and Restated Articles of Organization of RE Realty Investments LLC. Please return the certified copy to our office using the enclosed pre-paid federal express envelope.

Should you have any questions or concerns, please do not hesitate to contact our office.

Very truly yours,



Howard L. Dale

HLD/ap
Enclosures

12 OCT -8 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
RE REALTY INVESTMENTS LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Amended and Restated Articles of Organization.

ARTICLE 1 – NAME

The name of the limited liability company shall be **RE REALTY INVESTMENTS LLC** ("Company").

ARTICLE 2 – ADDRESS

The principal place of business of the Company in Florida shall be 3400 Agricultural Center Drive, St. Augustine, Florida 32092 and the mailing address shall be the same.

ARTICLE 3 – EFFECTIVE DATE

These Amended and Restated Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 – DURATION

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 – PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the business of rental real estate and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE 6 – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Steven T. Jenkins, at 3400 Agricultural Center Drive, St. Augustine, Florida 32092. The name and address of the registered agent of this Company is Steven T. Jenkins, 3400 Agricultural Center Drive, St. Augustine, Florida 32092.

ARTICLE 7 – ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the written consent of the Members then holding at least two-thirds of all Votes of all Members in accordance with the Amended and Restated Operating Agreement. A member may not transfer his, her or its interest in the Company except as set forth in the Amended and Restated Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless approved in writing by the Members then holding at least two-thirds of all Votes of all Members in accordance with the Amended and Restated Operating Agreement.

ARTICLE 8 – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the Company is continued by the consent of the Members then holding at least two-thirds of all Votes of all Members in accordance with the Amended and Restated Operating Agreement.

ARTICLE 9 – MANAGEMENT

The Company shall be managed by a manager or manager(s) in accordance with the Amended and Restated Operating Agreement adopted by the member(s) for the management of the business and affairs of the Company. The Amended and Restated Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Amended and Restated Articles of Organization. The names of all such manager(s) who is/are to serve as manager(s) is/are:

Operating Manager: Steven T. Jenkins

whose mailing addresses shall be the same as the principal office of the Company with a copy to Steven T. Jenkins 1962 Colina Court, Atlantic Beach, FL 32233.

IN WITNESS WHEREOF, the undersigned, all current Members have made and subscribe these Amended and Restated Articles of Organization at St. Augustine, Florida for the foregoing uses and purposes, this 27 day of September, 2012.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 OCT -8 AM 10:36

APPROVED
AND
FILED

Signed, sealed and delivered
in our presence:

Teresa Anderson
Print Name Teresa Anderson

Maria L. Galvez
Print Name MARIA L. GALVEZ

Ronald R. Avery
RONALD R. AVERY, Member

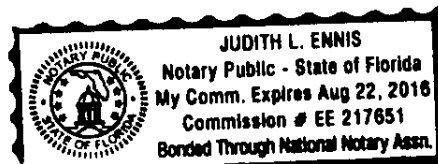
STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME personally appeared Ronald R. Avery, personally known to me to be a Member of RE Realty Investments LLC, a Florida limited liability company, to me well known to be the individual described in and who, as such officer, executed the foregoing Amended and Restated Articles of Organization and who acknowledged before me that he executed the same in such capacity for and upon behalf of said company, and that the seal affixed to this Amended and Restated Articles of Organization is the common corporate seal of said company.

WITNESS my hand and official seal this 27th day of Sept., 2012, at _____, County and State aforesaid.

Judith L. Ennis
Notary Public, State of
at Large
My commission expires: Aug 22, 2016

(Notary Seal)



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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Signed, sealed and delivered
in our presence:

Teresa Anderson
Print Name Teresa Anderson

Maria L. Galvez
Print Name MARIA L. GALVEZ

STEVEN T. JENKINS
STEVEN T. JENKINS, Member

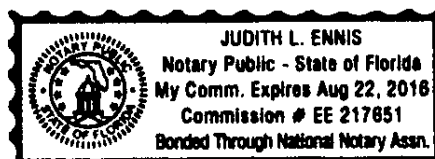
STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME personally appeared Steven T. Jenkins, personally known to me to be a Member of RE REALTY INVESTMENTS LLC, a Florida limited liability company, to me well known to be the individual described in and who, as such officer, executed the foregoing Amended and Restated Articles of Organization and who acknowledged before me that he executed the same in such capacity for and upon behalf of said company, and that the seal affixed to the Amended and Restated Articles of Organization is the common corporate seal of said corporation.

WITNESS my hand and official seal this 27th day of Sept., 2012, at _____
County and State aforesaid.

Judith L. Ennis
Notary Public, State of Florida
at Large
My commission expires: Aug 22, 2016

(Notary Seal)



APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed, sealed and delivered
in our presence:

Teresa Avery
Print Name Teresa Avery

STEWART JENKINS
Print Name STEWART JENKINS

Howard C. Serkin
HOWARD C. SERKIN, Member

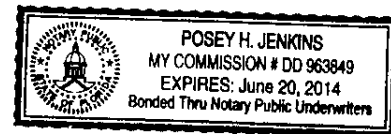
STATE OF FLORIDA
COUNTY OF ~~ST. JOHNS~~ DUVAL

BEFORE ME personally appeared Howard C. Serkin, personally known to me to be a Member of RE REALTY INVESTMENTS LLC, a Florida limited liability company, to me well known to be the individual described in and who, as such officer, executed the foregoing Amended and Restated Articles of Organization and who acknowledged before me that he executed the same in such capacity for and upon behalf of said company, and that the seal affixed to the Amended and Restated Articles of Organization is the common corporate seal of said corporation.

WITNESS my hand and official seal this 1st day of OCT, 2012.
Duval, County and State aforesaid.

POSEY H. JENKINS
Notary Public, State of
at Large
My commission expires: June 20, 2014

(Notary Seal)



SECRETARY OF STATE
TREASURER
FLORIDA

12 OCT - 8 AM 10:37

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AND
FILED

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Steven T. Jenkins, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

By: _____

Steven T. Jenkins

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA