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T. HAMPTON

FEB 23 2010

EXAMINER

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

OF

BUENAVENTURA 14661 L.L.C.

ARTICLE I

Name and Duration

The name of this limited liability company is BUENAVENTURA 14661 L.L.C. (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE II

Principal Office

The street address and mailing address of the principal office of the Company is 16413 N. 91st Street, Suite C 140, Scottsdale, Arizona 85260, or such other place as the members of the Company may determine from time to time.

ARTICLE III

The name and address of the initial Manager of the Company is:

Russell Scaramella
16413 N. 91st Street
Suite C 140
Scottsdale, Arizona 85260

ARTICLE IV

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 155 Office Plaza Drive, Suite A, in the city of Tallahassee, county of Florida, 32301. The name of the registered agent at such address is Capitol Corporate Services, Inc.

DATED as of the 19th day of February, 2010.



Jeffrey E. Decker, authorized representative

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 608.415, BUENAVENTURA 14661 L.L.C. 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 BUENAVENTURA 14661 L.L.C.
2. The name and address of the registered agent and office is: Capitol Corporate Services, Inc., 155 Office Plaza Drive, Suite A, Tallahassee, Florida 32301.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, by and through its authorized officer, 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 the position as registered agent.

Dated: February 19, 2010.

CAPITOL CORPORATE SERVICES, INC.

By: Gayle Windle
Gayle Windle, Assistant Secretary

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