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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
QUANTUM 2312 LLC

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MAR 9 2010

EXAMINER

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AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
QUANTUM 2312 LLC

1. The name of the limited liability company is Quantum 2312 LLC (the "Company"). The Company's Articles of Organization were originally filed with the Secretary of State of Florida on February 11, 2010.

2. This Amendment and Restatement of the Articles of Organization are duly executed and are being filed in accordance to Section 608.411 of the Florida Limited Liability Act.

ARTICLE I

Name

The name of this limited liability company is QUANTUM 1812 LLC (hereinafter "the Company").

ARTICLE II

ADDRESS

The mailing and principal office address is:

11900 Biscayne Boulevard, Suite 308
Miami, FL 33181

ARTICLE III

DURATION

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

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

Mitchell S. Polansky, Esq.
Mitchell S. Polansky, P.A.
999 Brickell Avenue, Suite 600
Miami, FL 33131

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ARTICLE V

PURPOSE

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

ARTICLE VI

ORGANIZER

The name and street and mailing address of the person signing these Articles as Organizer is:

Mitchell S. Polansky, Esq.
Mitchell S. Polansky, P.A.
999 Brickell Avenue, Suite 600
Miami, FL 33131

ARTICLE VII

MANAGEMENT

The Company will be managed by at least one (1) manager. The initial manager is:

Dynamic Real Estate Assistance & Management, LLC
11900 Biscayne Boulevard, Suite 308
Miami, FL 33181

ARTICLE VIII

AUTHORITY AND AUTHORITY AND RIGHTS OF THE MANAGER

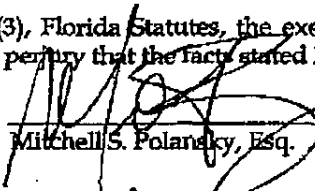
All rights to manage the affairs of the Company shall be vested in the Managers of the Company. The Managers shall have full power and authority to do, execute and perform every act necessary on behalf of the Company, including, but not limited to, the authority and right to perform the following actions:

- i) To purchase, sell, convey, mortgage or transfer any real property (or rights therein) owned in whole or in part by the Company.
- ii) To lend money, encumber real property and perform any other actions, deemed necessary and in the best interest of the Company.
- iii) To borrow money and issue evidences of indebtedness necessary, convenient, or incidental to the accomplishment of the purposes of the Company, and secure the same by mortgage, pledge, or other lien on any Company assets.

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- iv) Make any investment or acquire by purchase, lease, or otherwise, any real or personal property ("Investment") which may be necessary, convenient or incidental.
- v) Make any expenditure deemed necessary, convenient or incidental to the accomplishment of the Company, in the Manager's sole discretion.
- vi) Execute, in furtherance of any or all of the purposes of the Company, any warranty deed, lease, mortgage, deed of trust, mortgage note, promissory note, bill of sale, contract, or other instrument purporting to purchase, acquire, convey or encumber any or all of the Company assets or real property.
- vii) Prepay in whole or in part, refinance, recast, increase, modify, or extend any liabilities affecting the assets of the Company and in connection therewith execute any extensions or renewals of encumbrances on any or all of such assets.
- viii) Care for and distribute the funds of the Company by way of cash income, return of capital, or otherwise.
- ix) To legally bind the Company.
- x) Institute, prosecute, defend, settle, compromise, and dismiss lawsuits or other judicial or administrative proceedings brought on or in behalf of, or against, the Company, and to engage counsel or others in connection therewith.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.



Mitchell S. Polansky, Esq.

IN WITNESS WHEREOF, I have made and subscribed this Amendment and Restated Articles of Organization this 10 day of March 2010.




Mitchell S. Polansky

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

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TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day, before me, personally appeared Mitchell S. Polansky, who is well known to me to be the person described in and who executed this Amendment Articles of Organization as Organizer and as Authorized Representative, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

8th SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this day of March 2010.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
Katrin M. Seuss
Commission # DD791268
Expires: JULY 26, 2012
BONDED THRU ATLANTIC BONDING CO., INC.