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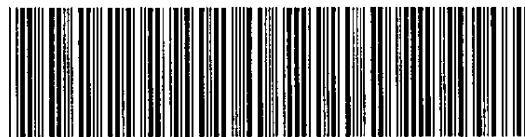
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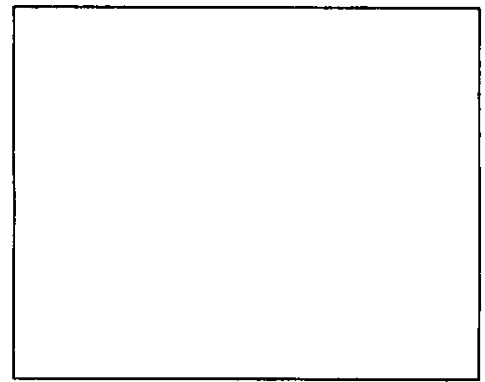
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ENTITY NAME:

CORIOLIS SWELL HOLDINGS, LLC

CK# 4848 FOR \$115.00

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PLEASE FILE THE ATTACHED AMENDMENT & RETURN THE FOLLOWING:

(( 3 )) CERTIFIED COPIES

\_\_\_ STAMPED COPY

\_\_\_ CERTIFICATE OF STATUS

Examiner's Initials

**ARTICLES OF RESTATEMENT AND AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
CORIORIS SWELL HOLDINGS, LLC**

FILED  
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DIVISION OF CORPORATIONS  
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Pursuant to the provisions of Section 608.411, Florida Statutes, the undersigned does hereby execute, acknowledge and file the following Amended and Restated Articles of Organization of CORIORIS SWELL HOLDINGS, LLC:

1. The name of the Company is CORIORIS SWELL HOLDINGS, LLC.
2. The date of the filing of the Articles of Organization was August 23, 2010.
3. The Articles of Organization are amended and restated as follows:

**"AMENDED AND RESTATED ARTICLES OF ORGANIZATION**

**OF  
CORIORIS SWELL HOLDINGS, LLC**

**ARTICLE I  
NAME**

The name of this Limited Liability Company shall be CORIORIS SWELL HOLDINGS, LLC (the "Company").

**ARTICLE II  
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Company shall be 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146 and such other place or places as the members from time to time may determine. The mailing address of the Company is 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146.

**ARTICLE III  
INITIAL REGISTERED OFFICE AND  
REGISTERED AGENT**

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

#### ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company. The name and address of the manager who will serve as manager until the first annual meeting of members or until his successors are selected and qualified in accordance with the Operating Agreement or applicable law is:

Luis A. Yanes  
c/o 1500 San Remo Ave., Suite 125  
Coral Gables, Florida 33146

The Manager shall have the power to do all things necessary to carry out the business and affairs of the Company, including, without limitation, the power to:

A. Purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located in the name of the Company.

B. Sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber or dispose of all or any part of the Company's property.

C. Purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with, shares or other interests in or obligations of any other entity in the name of the Company.

D. Make contracts or guarantees, or incur liabilities; borrow money; issue notes, bonds, or other obligations in the name of the Company, which may be convertible into or include the option to purchase other securities of the Company; or make contracts of guaranty and surety ship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the Company; a corporation which owns, directly or indirectly, a majority of the outstanding membership interests of the Company; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding membership interests of the Company, which contracts of guaranty and surety ship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the Company; or make other contracts of guaranty and surety ship which are necessary or convenient to the conduct, promotion, or attainment of the business of the Company.

E. Lend money, invest or reinvest Company funds, and receive and hold real or personal property as security for repayment.

F. Conduct Company business, locate offices, and exercise the powers granted hereunder or by the laws of the State of Florida within or without the State of Florida.

G. Select and appoint officers, employees, and agents of the Company, define their duties, fix their compensation, and delegate to any agent any of the rights and powers of the Manager including the power to further delegate, provided that any delegation must be in writing.

H. Permit the Company to be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, limited liability company, trust, or other entity.

ARTICLE V  
PURPOSE OF THE COMPANY

This limited liability company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation."

4. This Restatement and Amendment was adopted by a written statement signed by the Members of CORIOLIS SWELL HOLDINGS, LLC on September \_\_, 2010, pursuant to Section 608.411 of the Florida Statutes.

5. The effective date of this Restatement and Amendment shall be upon the filing of these Articles of Restatement and Amendment to Articles of Organization with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned, being a Member of the above named limited liability company, does hereby make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes this Restatement and Amendment to the Articles of Organization this \_\_\_\_ day of September, 2010.

CORIOLIS SWELL HOLDINGS, LLC

BY: ~~NORTH PACIFIC SWELL, LLC, Member~~

By: 

\_\_\_\_\_  
LUIS A. YANES, Manager