

L940000000000039

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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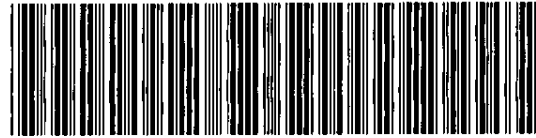
(Business Entity Name)

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13 FEB - 7 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 15 2013

B. KOHR

VOGEL LAW OFFICE
A PROFESSIONAL ASSOCIATION

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Naples, Florida 34103

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February 6, 2013

VIA FEDERAL EXPRESS

Mr. Buck Kohr
Regulatory Specialist II
Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
13 FEB -7 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: DiamondHead Beach Resort, LLC
Ref. Number: L94000000039
Letter Number: 312A00029650

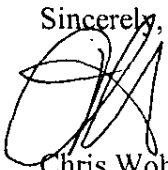
Dear Mr. Kohr:

Per your letter dated December 14, 2012 (copy enclosed for your convenient reference), and my telephone calls with your office, please file the enclosed two amendments for the referenced company.

Please file the 2002 amendment followed immediately by the 2012 amendment.

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

Sincerely,



Chris Wohlbrandt

Encl. Check \$25.00

**SECOND AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
DIAMONDHEAD BEACH RESORT, LLC**
(formerly DiamondHead Island Beach Resort, L.C.)

FILED ②
13 FEB -7 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Second Amended and Restated Articles of Organization of DiamondHead Beach Resort, LLC are unanimously adopted, approved and executed by the Members pursuant to Section 608.411, F.S., and, as of November 30, 2012, and replace and supercede the Articles of Organization, and any prior amendments and/or restatements, as originally filed with the Florida Secretary of State on January 25, 1994, Document #L94000000039.

**ARTICLE I
NAME**

The name of the Limited Liability Company is: DiamondHead Beach Resort, LLC

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of the Limited Liability Company is: 2000 Estero Boulevard, Fort Myers, Florida 33931.

**ARTICLE III
DURATION**

The period of duration of the Limited Liability Company shall be perpetual or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by a Manager and the name and address of such Manager which is to serve as Manager until a successor is elected and qualified is:

SunStream, Inc.
(A Florida Corporation)
6620 Estero Boulevard
Fort Myers Beach, Florida 33931

**ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS**

Upon approval as set forth in the Operating Agreement of the Company, the Company is authorized to issue additional Units in the company and to admit Additional Members to the Company.

**ARTICLE VI
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the Company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

These Second Amended and Restated Articles of Organization are executed this 31st day of December, 2012, by the undersigned authorized representative of a Member of the Company, pursuant to Florida Limited Liability Company Act, Florida Statute §608.401 et seq.

SunStream, Inc.
A Florida Corporation


BY: _____
DAVID A. LAWRENCE
President

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 PR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA:

1. The name of the Limited Liability Company is: DiamondHead Beach Resort, LLC
2. The name and address of the registered agent and office is:

Anne Gannon
c/o SunStream, Inc.
6231 Estero Blvd.
Fort Myers Beach, FL 33931

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.



ANNE GANNON

Registered Agent

Date: 12/31/2012