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Attorneys at Law*

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JAMES C. LIGMAN, P.A.  
JOSEPH W. LIGMAN, P.A.  
MICHAEL G. MARTIN (1935-1981)  
RODERICK L. MCGEE  
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230 CATALONIA AVENUE  
CORAL GABLES, FLORIDA 33134

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REPLY TO: CORAL GABLES

MANAGER - SHERRY BORSA  
COMPTROLLER - STEVEN V. LIGMAN

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DADELAND TOWERS NORTH  
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March 27, 2001

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Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Ligman, Martin & Evans, P.L., 230 Catalonia Avenue,  
Coral Gables, Florida 33134 – A Limited Liability Company  
Assigned Document Number : L96000000257

Dear Sir or Madam:

Please be advised that the original Articles of Organization are in need of an amendment. The Articles were approved by your division, however, this amendment is necessary.

Enclosed find the amended Articles of Organization of Ligman, Martin & Evans, P.L., dated March 27, 2001.

Sincerely,

*Daniel V. Ligman*  
DANIEL V. LIGMAN

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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DVL/sb  
enclosure



*gp*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 5, 2001

ATTN: DANIEL V. LIGMAN  
LIGMAN, MARTIN & EVANS, P.L.  
230 CATALONIA AVENUE  
CORAL GABLES, FL 33134

SUBJECT: LIGMAN, MARTIN & EVANS, P.L.  
Ref. Number: L9600000257

We have received your document for LIGMAN, MARTIN & EVANS, P.L., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$25.00.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 501A00020187

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**PROFESSIONAL LIMITED LIABILITY COMPANY**

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION**

**OF**

**LIGMAN, MARTIN & EVANS, P.L.**

The undersigned, subscribers to these Articles of Organization, competent to contract, hereby present these for the formation of a Professional Limited Liability Company under the provisions of Chapter 608, Florida Statutes, as well as Chapter 608.407, and other laws of the State of Florida.

**ARTICLE I**

The name of this Professional Limited Liability Company is LIGMAN MARTIN & EVANS, P.L.

**ARTICLE II**

The mailing address of the principal office, a Limited Liability Company, is 230 Catalonia Avenue, Coral Gables, Florida 33134. The Board of Managing Members may from time to time move the principal office to any other address in Florida.

**ARTICLE III**

The Limited Liability Company is to exist perpetually unless sooner dissolved according to law.

**ARTICLE IV**

The Professional Limited Liability Company is to be managed by the managing members who are:

Daniel V. Ligman, P.A.  
230 Catalonia Avenue  
Coral Gables, Florida 33134

Gordon J. Evans, P.A.  
230 Catalonia Avenue  
Coral Gables, Florida 33134

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**ARTICLE V**

This Limited Liability Company shall have two (2) Managing Members initially. The number of managing members may be increased or diminished from time to time.

**ARTICLE VI**

The general nature of the business to be transacted by this company is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that an Attorney at Law, duly licensed, under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice law therein.

To invest the funds of this company in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the obtaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Organization or any amendment thereof, necessary or incidental to the protection and benefit of the company, and in general, either alone or in association with other companies, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purposes or objects of this company.

The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this company; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this company otherwise permitted by law.

**ARTICLE VII**

**ADDITIONAL POWERS**

In furtherance, and not in limitation of the general powers conferred by the law of the State of Florida and of the purposes and objects hereinabove stated, this company shall have all and singular the following powers:

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This limited liability company shall have the power to enter into or become a partner in any arrangement for sharing profits or union of interest. This may be accomplished with any person, firm, or corporation to carry on any business which this company has the direct or incidental authority to pursue.

This company shall have the power to enter into, for the benefit of its employees, one or more of the following:

1. A pension plan;
2. A profit sharing plan, if such a plan is not otherwise prohibited by the Code of Ethics of the Profession;
3. A thrift and saving plan;
4. Other retirement or incentive compensation plans.

#### ARTICLE VIII

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the Managers.

**IN WITNESS WHEREOF**, we, the subscribers, have executed these Articles of Organization, on this 27<sup>th</sup> day of March, 2001.

  
\_\_\_\_\_  
DANIEL V. LIGMAN, P.A. (SEAL)

  
\_\_\_\_\_  
GORDON J. EVANS, P.A. (SEAL)

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**DECLARATION OF REGISTERED AGENT**

Certificate designating place of business or domicile for the service of process within the State of Florida, naming agent upon whom process may be served and names and addresses of the managing members.

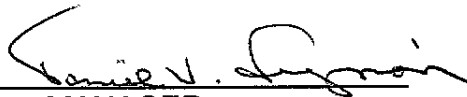
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that LIGMAN MARTIN & EVANS, P.L., is a limited liability company duly organized and existing under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization at the City of Coral Gables, County of Miami-Dade, State of Florida has named STEVEN V. LIGMAN, located at 230 Catalonia Avenue, Coral Gables, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

**MANAGERS:**

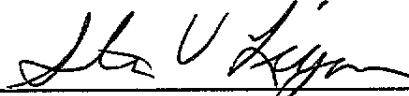
NAME AND TITLE	SPECIFIC ADDRESS
DANIEL V. LIGMAN, P.A.	230 Catalonia Avenue Coral Gables, FL 33134
GORDON J. EVANS, P.A.	230 Catalonia Avenue Coral Gables, FL 33134

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By   
MANAGER  
DANIEL V. LIGMAN, P.A.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated company, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with provisions of said act relative to keeping open said office.


By   
STEVEN V. LIGMAN  
Resident Agent

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

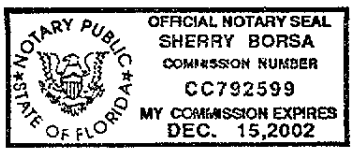
BEFORE ME, the undersigned authority, personally appeared DANIEL V. LIGMAN and STEVEN V. LIGMAN, to me well known and known to me to be the individuals described in, and who executed the foregoing Declaration of Registered Agent acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Miami-Dade County, Florida, on this 27th day of March, 2001.

Personally Known  
or  
 Produced Identification

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLA.  
At Large  
SHERRY BORSA

My Commission Expires:



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