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From:

Account Name : PURCELL, FLANAGAN & HAY, P.A.
Account Number : 071722000522
Phone : (904)355-0355
Fax Number : (904)355-0820

LIMITED LIABILITY AMENDMENT

GORHAM INVESTMENT GROUP, L.C.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

DIVISION OF CORPORATION

02 MAY 29 PM 3:17

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
GORHAM INVESTMENT GROUP, L.C.**

These Amended and Restated Articles of Organization have been duly executed and are being filed pursuant to Florida Statute Section 608.411(5), to reflect an amendment and restatement to the Articles of Organization of Gorham Investment Group, L.C.

1. The name of this limited liability company is Gorham Investment Group, LC. The Articles of Organization were originally filed on January 21, 1997.
2. The Articles of Organization has been amended and restated in its entirety as follows:

**"Article I
Name**

Section 1.1. Name. The name of this limited liability company shall be GORHAM INVESTMENT GROUP, L.C.

**Article II
Principal Office and Mailing Address**

Section 2.1. Principal Office and Mailing Address. The principal office and mailing address of this limited liability company shall be 1939 Ebb Tide Court, Amelia Island, FL 32034.

**Article III
Initial Registered Agent and Address**

Section 3.1. Name and Address. The name and street address of the initial registered agent of this limited liability company are:

John S. Gorham
1939 Ebb Tide Court
Amelia Island, FL 32034

Jonathan L. Hay, Esquire
Purcell, Flanagan & Hay, P.A.
1548 Lancaster Terrace
Jacksonville, Florida 32204
Telephone: (904)355-0365
Fla. Bar No.: 458588

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Article IV
Effective Date: Duration

Section 4.1. Effective Date. The existence of this limited liability company shall commence on the date these Articles are executed.

Section 4.2. Duration. This limited liability company shall terminate on the date set forth in its Operating Agreement.

Article V
Purposes

Section 5.1. Purposes. This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VI
Admission of Additional Members

Section 6.1. Admission of Additional Members. The members may admit one or more additional members to the limited liability company. Admission of any such additional member shall require the unanimous written consent of all members then having an interest in the limited liability company.

Article VII
Management

Section 7.1. Management. The limited liability company is to be manager managed in accordance with the Operating Agreement of the limited liability company.

Article VIII
Merger

Section 8.1. Approval Required for Merger. The unanimous approval of all the members in this limited liability company shall be required to approve any plan of merger or consolidation in every case, whether or not such approval is required by law.

Article IX
Operating Agreement

Section 9.1. Operating Agreement. The Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement."

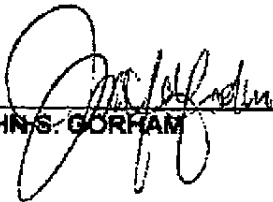
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IN WITNESS WHEREOF, the undersigned member has executed these Amended
and Restated Articles of Organization the 29th day of May,
2002.



JOHN S. GORMAN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.607, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: GORHAM INVESTMENT GROUP, L.C.
2. The name and the Florida street address of the registered agent are:

John S. Gorham
1939 Ebb Tide Court
Amelia Island, FL 32034

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 as provided for in Chapter 608, Florida Statutes.



JOHN S. GORHAM

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CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED IN THE OFFICE OF THE CLERK OF STATE, TALLAHASSEE, FLORIDA

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