

L98000000623

LAW OFFICES OF
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November 17, 2000

MJH

1/2

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

L98-623

RE: Certificate of Amended and Restated Articles of Organization
Laura Street Townhomes L.C.

Dear Sir or Madame:

200003470502--8
-11/20/00--01106--004
*****43.75 *****43.75

Enclosed please find a Certificate of Amended and Restated Articles
of Organization of Laura Street Townhomes L.C.

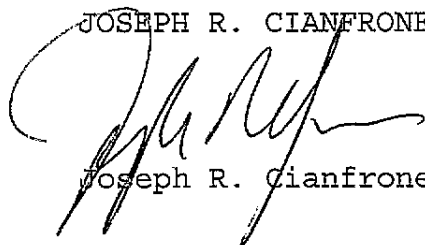
I have also enclosed a check in the amount of \$43.75 for filing and
a certified copy.

200003470502--8

Please return a certified copy to the undersigned. -01/08/01--01103--003
*****11.25 *****11.25

Sincerely,

JOSEPH R. CIANFRONE, P.A.



Joseph R. Cianfrone

JRC:dmc
Enclosures

LauraStr.LC\DeptStat.005

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN -2 AM 11:19



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 1, 2000

JOSEPH R. CIANFRONE
1968 BAYSHORE BLVD.
DUNEDIN, FL 34698

SUBJECT: LAURA STREET TOWNHOMES L.C.
Ref. Number: L98000000623

We have received your document for LAURA STREET TOWNHOMES L.C. and your check(s) totaling \$43.75. However, the document has not been filed and is being retained in this office for the following:

The fee to file your limited liability company document is \$25. Please include an additional \$30 for each certified copy (optional) requested and an additional \$5 for each certificate of status (optional) requested.

There is a balance due of \$11.25.

Please return your document, along with 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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 300A00061010

**CERTIFICATE OF AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
LAURA STREET TOWNHOMES L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN -2 AM 11:19

The Articles of Organization of THETA HOMES L.C. were originally filed on May 15, 1998, with the Florida Department of State, Tallahassee, Florida. The Articles of Organization were amended with a filing on May 10, 1999. The following amendments to the Articles of Organization were unanimously adopted by the Members at a meeting of the Members on October 2, 2000.

ARTICLE I - Name

The name shall be LAURA STREET TOWNHOMES L.C.

ARTICLE II - Address

The mailing address of the principal office of the limited liability company is:

133 Garden Avenue N.
Clearwater, FL 33756

ARTICLE III - Duration

The limited liability company shall dissolve and terminate at the earliest of the following events:

Written consent of all Members;

Thirty (30) years from the date of formation
of the limited liability company, or;

The entry of a judicial decree of dissolution.

ARTICLE IV - Management

The limited liability company is to be managed by the Members and the names and addresses of the Managing Members are:

William Lazarony
1135 Pierce Street
Clearwater, FL 33756

The initial Members of the limited liability company, Michael Forbes, Romano Paganessi and Sergio Andreano were previously removed as Members and as of this filing, Pierre Cournoyer is no longer a Member and has no management authority and no longer has an interest in Laura Street Townhomes L.C.

ARTICLE V - Admission of Additional Members

The right of the Members to admit additional Members and the terms and conditions of the admissions shall be by unanimous consent of all Members, and in accordance with the requirements provided in the Operating Agreement.

ARTICLE VI - Members Right to Continue Business

The right of the remaining Members of the limited liability company to continue the business on 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 shall be granted by the unanimous consent of all remaining Members.

ARTICLE VII - Registered Agent

The street address and name of the Registered Agent of the limited liability company shall be:

Joseph R. Cianfrone, Esquire
1968 Bayshore Boulevard
Dunedin, FL 34698

ARTICLE VIII - Registered Office

The Registered Office of the limited liability company shall be:

1968 Bayshore Boulevard
Dunedin, FL 34698

The three parties listed below were listed in the initial Articles of Organization for Theta Homes L.C., same being:

Michael Forbes
6746 Avenue D
Sarasota, FL 34231

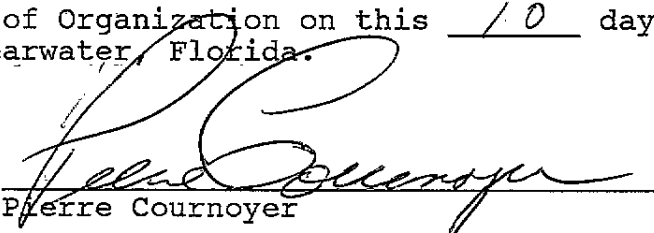
Romano Paganessi
Via Lungo Romna, 35
Casnigo (BG) 24020 Italy


Sergio Andreano
Via Garibaldi, 55
Pietra Ligure 17027 Italy

and same were removed as Members from the limited liability company pursuant to the filing dated May 10, 1999, and as of this date, Pierre Cournoyer of 1135 Pierce Street, Clearwater, Florida 33756 is no longer a Member of the limited liability company.

These Amended and Restated Articles of Organization were duly executed and are being filed in accordance with Section 608.411, Florida Statutes. This Certificate of Amended and Restated Articles of Organization shall be effective upon filing.

IN WITNESS WHEREOF, we have executed this Certificate of Amended and Restated Articles of Organization on this 10 day of October, 2000, at Clearwater, Florida.


Pierre Cournoyer


William Lazarony, Member
LAURA STREET TOWNHOMES L.C.

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

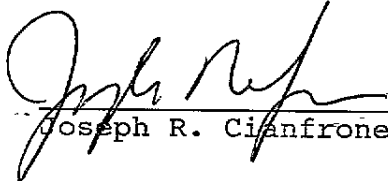
1. The name of the limited liability company is:

LAURA STREET TOWNHOMES L.C.

2. The name and the Florida street address of the Registered Agent are:

Joseph R. Cianfrone, Esquire
1968 Bayshore Boulevard
Dunedin, Florida 34698

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.



Joseph R. Cianfrone