

# L98000002204

**Document Number Only**

**MJH**

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

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\*\*\*\*\*25.00 \*\*\*\*\*25.00

CORPORATION(S) NAME

L98-2204

HEP-1-MIR, L.C.

- |                                              |                                                 |                                             |
|----------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input type="checkbox"/> Profit              | <input checked="" type="checkbox"/> Amendment   | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           |                                                 |                                             |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|                                              | <input type="checkbox"/> Reinstatement          |                                             |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|                                              | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |                                                 |                                             |

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
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Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

07/21/00

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
00 JUL 21 PM 2:15

RECEIVED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 21 AM 8:37

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
HEP-1-MIR, L.C., A FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to the provisions of Section 608.411, Florida Statutes, the undersigned limited liability company, having been previously organized under the laws of the State of Florida by filing Articles of Organization with the Florida Department of State on October 9, 1998 under the name of **HEP-1-MIR, L.C.**, and intending to restate, integrate, and to further amend its Articles of Organization upon the assignment to The Prudential Insurance Company of America, a New Jersey corporation ("New Sole Member") from Halvorsen Holdings, Inc., Barry Gomez, and Bruce Gomez (collectively, "Withdrawing Members"), of one hundred percent (100%) of all manager and member interests in and to the Company, has adopted and does hereby submit the following duly executed Amended and Restated Articles of Organization.

**ARTICLE I – NAME**

The name of the limited liability company is: **HEP-1-MIR, L.C.**

**ARTICLE II – ADDRESS**

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

PAMG-RE Law Department  
8 Campus Drive, 4th Floor, Arbor Circle South  
Parsippany, New Jersey 07054-4493  
Attention: Law Department (Joan N. Hayden, Esq.)

**ARTICLE III – REGISTERED AGENT AND OFFICE**

The name and the Florida street address of the registered agent for service of process in Florida are:

CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324

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IN WITNESS WHEREOF, the undersigned New Sole Member of HEP-1-MIR, L.C. has executed these Amended and Restated Articles of Organization as of this 10th of July, 2000.

**NEW MEMBER:**

**THE PRUDENTIAL INSURANCE  
COMPANY OF AMERICA**, a New  
Jersey corporation

By: James L. Street  
Name: James L. Street  
Title: Vice President

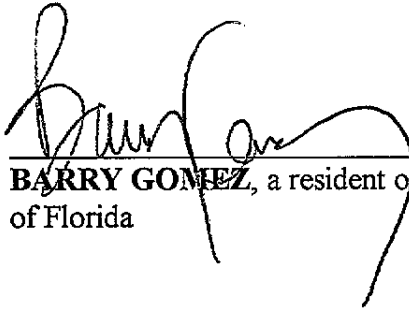
The undersigned Withdrawing Members of the Company have joined in these Articles of Amendment as of July 10, 2000 to confirm their assignment of one hundred percent (100%) of all manager and member interests in and to said Florida limited liability company.

**WITHDRAWING MEMBERS:**


**HALVORSEN HOLDINGS, INC.,** a  
Florida corporation

By: 

Name: Jeffrey T. Halvorsen  
Title: President



**BARRY GOMEZ**, a resident of the State  
of Florida



**BRUCE GOMEZ**, a resident of the State  
of Florida

**ACCEPTANCE OF REGISTERED AGENT**

I agree to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.

Date: July 21, 2000

Connie Bryan  
Registered Agent **CONNIE BRYAN**  
**SPECIAL ASSISTANT SECRETARY**