

L99000000322

Gimelstob Enterprises, Inc.

June 9, 2000

**VIA FEDERAL EXPRESS**

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

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-06/13/00--01082--005  
\*\*\*\*\*25.00 \*\*\*\*\*25.00

**Re: Amended and Restated Articles of Organization of HG Beaufort Land, L.C. (f/k/a 2690, L.C.)**

Dear Sir/Madam:

Enclosed please find Amended and Restated Articles of Organization of HG Beaufort Land, L.C., a Florida limited liability company, along with our check in the amount of \$25.00. Please file the Amended and Restated Articles of Organization as soon as possible. Please note that the name of the company has been changed therein from 2690, L.C. to HG Beaufort Land, L.C.

Thank you for your prompt attention to this matter. Please contact me immediately at 997-8880 if you have any questions regarding anything contained herein.

Sincerely,

*William L. Epstein*

William L. Epstein  
Vice President of Legal Affairs  
General Counsel

FILED  
JUN 13 3 PM '00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L99-322

Name	<i>WLE</i>
Availability	<i>6/16</i>
Document	<i>WLE</i>
Examiner	<i>WLE</i>
Recorder	<i>WLE</i>
Notary	<i>WLE</i>
Witness	<i>WLE</i>
Secretary	<i>WLE</i>
W. P. Vestlyer	<i>WLE</i>

WLE/abs  
Enclosures

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION**

**OF**

**HG BEAUFORT LAND, L.C.**

These Amended and Restated Articles of Organization of HG Beaufort Land, L.C. have been duly executed and are being filed in accordance with §608.411(5), Fla.Stat. (1999). The Articles of Organization were originally filed under the name "2690, L.C." on January 19, 1999. The name of the Company has been amended herein.

FILED  
00 JUN 13 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Article 1 - Name

The name of the limited liability company is HG Beaufort Land, L.C. (the "Company").

Article 2 - Mailing Address and Street Address

The mailing address and street address of the Company's principal office is 2300 N.W. Corporate Blvd., Suite 222, Boca Raton, FL 33431.

Article 3 - Registered Agent and Office

The name of the initial registered agent of the Company is William L. Epstein. The street address of the initial registered agent of the Company is 2300 N.W. Corporate Blvd., Suite 222, Boca Raton, FL 33431.

Article 4 - Management of the Company

The Company will be managed by managers and a management committee, as further provided in the Company's Regulations.

Article 5 - Regulations

The Members, upon joint agreement, shall have the power to adopt, alter, amend, or repeal Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned, as authorized representative of Gimelstob Enterprises, Inc., Member, executed these Amended and Restated Articles of Organization this 9<sup>th</sup> day of June, 2000.

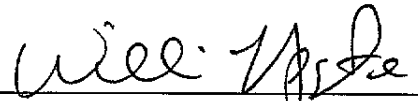
  
Herbert Gimelstob

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

STATE OF FLORIDA


COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority personally appeared William L. Epstein, who is to me well known to be the person described in and who is named as the Registered Agent in the above Amended and Restated Articles of Organization, and he did freely and voluntarily acknowledge before me according to law that he has authorized said Company to name him as its initial Registered Agent for the purposes mentioned and set forth in Article 4. He did further agree to comply with the provisions of §608.415, Fla.Stat. (1999), all statutes relating to the proper and complete performance of his duties, and he is familiar with and accepts the obligations of his position as Registered Agent.

  
\_\_\_\_\_  
Print Name: William L. Epstein

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Boca Raton, Palm Beach County, Florida, in said County and State this 12 day of June, 2000.



  
\_\_\_\_\_  
Notary Public, State of Florida  
Printed Name: MARILYN ALTMAN

My Commission Expires:

FILED  
JUN 13 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA