

Division of Corporations

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Florida Department of State
Division of Corporations
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BRC FLORIDA HOLDINGS, L.L.C.

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December 20, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

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TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT AND RESTATEMENT
to
AMEND AND RESTATE
the
ARTICLES OF ORGANIZATION
of
BRC FLORIDA HOLDINGS, L.L.C.

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Pursuant to Section 608.411, Florida Statutes, BRC Florida Holdings, L.L.C., a Florida limited liability company (the "Company"), adopts the following Articles of Amendment and Restatement to amend and restate its Articles of Organization:

FIRST: The date of filing of the Articles of Organization of the Company was March 2, 1999.

SECOND: The Amended and Restated Articles of Organization of the Company (the "Amended and Restated Articles") are set forth in EXHIBIT A.

THIRD: The Amended and Restated Articles of Organization were adopted by the unanimous consent of the Members of the Company.

Signed this 15th day of December, 2006

BRADDOCK REALTY HOLDING COMPANY, LLC,
a Florida limited liability company

By: 

William K. Braddock, Manager

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EXHIBIT A

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
BRC FLORIDA HOLDINGS, L.L.C.**

**ARTICLE I
NAME**

The name of the limited liability company shall be BRC Florida Holdings, L.L.C. (the "Company"). The mailing address and principal office of the Company in Florida shall be 14476-101 Duval Place West, Jacksonville, Florida 32218.

**ARTICLE II
PURPOSES AND POWERS**

The general purpose for which this Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE III
ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

**ARTICLE IV
ADMISSION AND WITHDRAWAL OF MEMBERS**

No additional members shall be admitted to the Company except upon the unanimous written consent of the members of the Company.

**ARTICLE V
TERMINATION OF EXISTENCE**

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

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**ARTICLE VI
MANAGER**

The Company shall be managed by one or more managers and is a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement.

END OF DOCUMENT

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