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From: Account Name : KATZ, BARRON, SQUITERO, FAUST & BERMAN, P.A.
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L99-1239

LIMITED LIABILITY AMENDMENT

DELRAY ESTUARY, L.C.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$61.25

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
DELRAY ESTUARY, L.C.**

The undersigned, desiring to form a limited liability company (hereinafter the "Company") under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act (the "Act"), does hereby adopt the following Articles of Organization for the Company:

ARTICLE I

NAME

The name of the Company is **DELRAY ESTUARY, L.C.**

ARTICLE II

DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The period of the Company's duration shall be perpetual, unless the Company is dissolved earlier pursuant to the provisions of the Operating Agreement or the Act.

ARTICLE III

ADDRESS

The mailing and street address of the principal office of the Company is 832 South Military Trail, Deerfield Beach, Florida 33442.

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This instrument prepared by:
William D. Rohrer, Esq.
Katz, Barron, Squitiero, Faust & Berman, P.A.
2699 S. Bayshore Dr., 7th Floor
Miami, FL 33133
(305)856-2444

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 832 S. Military Trail, City of Deerfield Beach, County of Broward, State of Florida 33442, and the name of the initial registered agent of the Company at that address is **MICHAEL D. GOLDBERG** c/o Porten Companies, Incorporated.

ARTICLE V

ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be agreed upon by all the members. A member may not transfer his or her interest in the Company except as set forth in the regulations of the company.

ARTICLE VI

RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved upon the death, withdrawal, bankruptcy or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of three-fourths (3/4) in interest of the members.

ARTICLE VII

MANAGEMENT OF COMPANY

The Company shall be managed by the members in accordance with the regulations which may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. The names and addresses of the managing members are:

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NAME

ADDRESS

Michael Goldberg

832 South Military Trail, Deerfield Beach, FL 33442

Scott Porten

832 South Military Trail, Deerfield Beach, FL 33442

IN WITNESS WHEREOF, the undersigned member has hereunto set his hand and seal this 19 day of May, 1999.

By: 
MICHAEL GOLDBERG, Member

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, I, Michael D. Goldberg hereby accept this 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.

IN WITNESS WHEREOF, as said registered agent, I, Michael D. Goldberg, have caused this Statement to be signed on this 19 day of May, 1999.


MICHAEL D. GOLDBERG

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