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TALLAHASSEE, FLORIDA

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L 99-2920

**SECOND AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
SERENATA BEACH CLUB, L.L.C.**

These Second Amended and Restated Articles of Organization (these "Amended Articles") are duly executed and are being filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Florida Statutes. These Amended Articles amend, restate and supersede, in their entirety, those certain Articles of Organization for Mariposa Beach Club, L.L.C., filed with the Florida Department of State on May 20, 1999, as amended and restated by those certain Amended and Restated Articles of Organization for Serenata Beach Club, L.L.C. (fka Mariposa Beach Club, L.L.C.), filed with the Florida Department of State on March 23, 2000. These Amended Articles shall be effective upon the date of the filing thereof with the Florida Department of State.

**ARTICLE I
NAME**

The name of this limited liability company (the "Company") is Serenata Beach Club, L.L.C.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 1548 The Greens Way, Suite 4, Jacksonville Beach, Florida 32250.

**ARTICLE III
REGISTERED AGENT**

The address of the registered office of the Company is 1548 The Greens Way, Suite 4, Jacksonville Beach, Florida 32250, and its registered agent at such office is Paul Z. Fletcher.

**ARTICLE IV
MANAGEMENT OF THE COMPANY**

The Company will be managed by its manager(s) in accordance with and subject to the provisions of the operating agreement of the Company.

The undersigned, a member of the Company, has executed these Amended Articles on behalf of the Company in accordance with Section 608.408 of the Florida Statutes.

Dated: October 15, 2013.

FLETCHER GROUP II, L.L.C., a Florida limited liability company

By: Paul Z. Fletcher
Paul Z. Fletcher, Manager

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CLERK OF DISTRICT COURT
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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT
FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

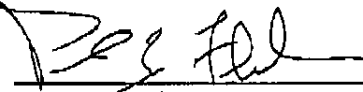
Serenata Beach Club, L.L.C., desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Paul Z. Fletcher as its registered agent to accept service of process within the State of Florida, and the address of its registered office will be 1548 The Greens Way, Suite 4, Jacksonville Beach, Florida 32250.

Dated: October 15, 2013.

SERENATA BEACH CLUB, L.L.C., a Florida
limited liability company

By: Fletcher Group II, L.L.C., a Florida limited
liability company, Manager

By:


Paul Z. Fletcher, Manager

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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.

Dated: October 15, 2013


PAUL Z. FLETCHER

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STATE OF FLORIDA
TALLAHASSEE, FL 32304

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