

L990000002937

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LIMITED LIABILITY AMENDMENT

CYPRESS HIGHLANDS, LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
CYPRESS HIGHLANDS, LLC
a Florida Limited Liability Company**

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The Articles of Organization of CYPRESS HIGHLANDS, LLC, a Florida Limited Liability Company (the "Company"), filed with the Florida Secretary of State on May 21, 1999, Document No. L99000002937, are hereby amended and restated as follows:

1. NAME. The name of the limited liability company is CYPRESS HIGHLANDS, LLC.
2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 2121 San Jacinto, Suite 2900, Dallas, Texas 75201.
3. REGISTERED AGENT. The name and address of the registered agent in the State of Florida is: Bradley E. McNutt, 711 South Rio Vista Boulevard, Fort Lauderdale, Florida 33316.
4. MANAGEMENT. The business of the limited liability company shall be managed by one or more managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned, being the Manager, has duly executed these Amended and Restated Articles of Organization of the Company on this the 15th day of March, 2000, for filing in accordance with Section 608.411 of the Florida Limited Liability Company Act.

These Amended and Restated Articles of Organization shall be effective upon filing.

CYPRESS HIGHLANDS, LLC

By: PNL Partners 2000, L.P., Manager

By: PNL Holdings Company, LLC,
its general partner

By: John C. Gilbert
John C. Gilbert, Manager

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