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REFERENCE : 381149 150991A

AUTHORIZATION

Patricia Pizito

COST LIMIT : ~~\$ 43.75~~ \$105.00

ORDER DATE : September 21, 1999

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ORDER TIME : 11:36 AM

ORDER NO. : 381149-005

CUSTOMER NO: 150991A

CUSTOMER: Todd W. Fennell, Esq
Gould Cooksey Fennell O'Neill
979 Beachland Boulevard

Vero Beach, FL 32963

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Updater Verifier	
Acknowledgement	
w. P. Verifier	

DOMESTIC AMENDMENT FILING

L99-3603

NAME: S.E.C. BUILDING, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:

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DEPARTMENT OF STATE
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT AND
COMPLETE RESTATEMENT OF THE
ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

WHEREAS, The Articles of Organization for S.E.C. BUILDING, L.L.C. were filed on June 18, 1999;

WHEREAS, Article IV of the Articles of Organization stated that S.E.C. BUILDING, L.L.C. would be managed by Managing Members of the Limited Liability Company; and

WHEREAS, all of the Members wish to amend said Article IV to state that the Limited Liability Company shall be managed by Managers, who need not be Members and have adopted a resolution so stating;

NOW THEREFORE, the Members wish to amend and completely restate the Articles of Organization as follows:

ARTICLE I -- NAME

The name of the Limited Liability Company is **S.E.C. BUILDING, L.L.C.**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

3705 20th Street
Vero Beach, FL 32960

ARTICLE III -- DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV -- MANAGEMENT

The Limited Liability Company shall be managed by Managers, who need not be Members. The names and addresses of the initial Managers are:

W. Cody Estes, Sr.
3705 20th Street
Vero Beach, FL 32960

Sidney M. Banack, Jr.
3705 20th Street
Vero Beach, FL 32960

The Managers shall be elected annually by the Members in the manner prescribed by

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regulations as set forth in the Operating Agreement for this Limited Liability Company.

ARTICLE V – ADMISSION OF ADDITIONAL MEMBERS

The Limited Liability Company shall have the right to admit additional Members with the unanimous consent of all of the Members.

ARTICLE VI – MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining Members of the Limited Liability Company shall have the right to elect to continue the business of the L.L.C. on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company, by a vote of a majority of the Units (as defined in the Operating Agreement) of the remaining Members.

ARTICLE VII - POWER TO AMEND REGULATIONS

The power to adopt, alter, amend or repeal regulations as set forth in the Operating Agreement of the Limited Liability Company shall be solely vested in the Members and shall require the unanimous consent of all of the Members.

ARTICLE VIII – EFFECTIVE DATE

The Certificate of Amendment and Complete Restatement of the Articles of Organization shall be effective upon the date of filing.

IN WITNESS WHEREOF, the Manager has affixed his signature this 17th day of September, 1999.

ESTES CITRUS, INC., a Florida corporation, Member

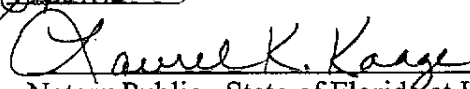


By: W. Cody Estes, Sr., President

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared W. CODY ESTES, SR., to me known to be the individual described in and who executed the foregoing Certificate of Amendment and Complete Restatement of the Articles of Organization for Florida Limited Liability Company and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed by hand and official seal at Vero Beach, said County and State aforesaid, this 17th day of September, 1999.


Notary Public, State of Florida at Large.
My commission expires:

