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GB (KEY BISCAYNE) CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/1/2010

SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
• GB (KEY BISCAYNE) CORPORATION

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned does hereby execute and submit for filing with the Florida Department of State these Second Amended and Restated Articles of Incorporation as follows:

ARTICLE I – NAME

The name of the corporation is GB (Key Biscayne) Corporation.

ARTICLE II – ADDRESS

The principal office and mailing address of the corporation is 801 Brickell Ave., Penthouse 2, Miami, Florida 33131.

ARTICLE III – CAPITAL STOCK

The corporation is authorized to issue only one class of shares of stock and the total number of shares which the Corporation is authorized to issue is 1,000.

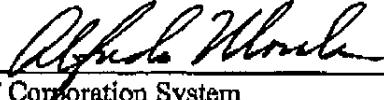
ARTICLE IV – REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of the corporation is 1200 South Pine Island Road, Plantation, Florida 33324 and the name of the registered agent of the corporation at such address is CT Corporation System.

These Second Amended and Restated Articles of Incorporation were duly adopted pursuant to Section 607.1003 and 607.1007 of the Florida Business Corporation Act by the Board of Directors of the Corporation on January 21, 2010, and by the sole shareholder of the Corporation on January 21, 2010. The number of votes cast in favor of these Second Amended and Restated Articles of Incorporation was sufficient for the approval by such holders.

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

1/21/10
Date


Alphie Moncha
CT Corporation System

IN WITNESS WHEREOF, the undersigned has executed these Second Amended and Restated Articles of Incorporation as of this 21st day of January, 2010.

GB (KEY BISCAYNE) CORPORATION

By: _____

Karim Alibhai, President