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1600 PONCE HOLDING, LLC

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
1600 PONCE HOLDING, LLC,
a Florida Limited Liability Company**

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FIRST: The date of filing of the Articles of Organization was November 28, 2005.
SECOND: The following amendments to the Articles of Organization were adopted by the limited liability company:

Article VI is amended to read as follows:

The name of the members of the Company and their addresses are as follows:

Randall Lee Hill
5050 Southwest 83rd Street, Miami, Florida 33143

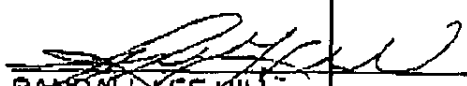
Marco 1600 Partnership LLP, a Florida Limited Liability Partnership
6100 Paradise Point Drive, Miami, Florida 33157-2633

Jeffrey E. Levey and Martha B. Levey, as Tenants by the Entireties
9155 South Dadeland Boulevard, Suite 1006, Miami, Florida 33156

Allen S. Furst
P.O. Box 330110, Coconut Grove, Florida 33233

Alonzo H. Mourning
c/o Allen S. Furst
P.O. Box 330110, Coconut Grove, Florida 33233

Dated this 23rd day of September, 2008.


RANDALL LEE HILL
Manager

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