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Division of Corporations
Fax Number : (850) 617-6383

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Account Name : AGI REGISTERED AGENTS, INC.
Account Number : I20000000205
Phone : (305) 416-6800
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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

FS UNIT 52F, LLC

SECRETARY OF STATE
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EXAMINER

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION**

**FS UNIT 52F, LLC
a Florida limited liability company**

The undersigned, being the Manager of FS UNIT 52F, LLC, a Florida limited liability company (the "Company"), hereby certifies that the Articles of Organization of the Company are modified and amended by these Articles of Amendment (the "Amendment"), as follows:

1. Article VIII of The Articles of Organization of the Company are hereby modified to provide that as of March 16, 2009, the Managers shall be as set forth below:

Luis Alejandro Alfonzo **1000 Brickell Avenue, Suite 300
Miami, Florida 33131**

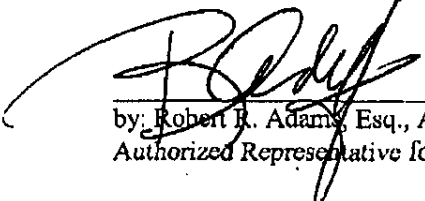
Karla R. Marciano De Alfonzo **1000 Brickell Avenue, Suite 300
Miami, Florida 33131**

2. In all other regards, all of the articles, terms and conditions of the Articles of Organization of the Company not modified by this Amendment are hereby ratified and confirmed and shall remain in full force and effect. In the event of a conflict between the articles, terms and conditions of this Amendment and the Articles of Organization of the Company, the terms of this Amendment shall control. This Amendment shall be binding upon the Manager, all of the Members and officers of the Company and their respective heirs, legal representatives, successors and assigns.

3. The foregoing Amendment was approved by the Members of the Company.

IN WITNESS WHEREOF, the undersigned, being the Manager of the Company, hereunto set his hand and affixed the Company's seal as of March 16, 2009.

FS Unit 52F, LLC
a Florida limited liability company



by: Robert R. Adams, Esq., Attorney-in-Fact and as
Authorized Representative for Managing Member

[Company Seal]

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