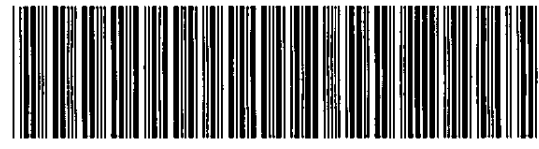


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1. JEN FLORIDA XI, LLC
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
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6. _____
(CORPORATE NAME AND DOCUMENT #)

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Article of Amendment

**ARTICLE OF AMENDMENT OF JEN FLORIDA XI, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

THIS IS TO CERTIFY THAT:

FIRST: This Article amends the Articles of Organization of JEN FLORIDA XI, LLC, a Florida Limited Liability Company.

SECOND: The Articles of Organization were filed with the Florida Department of State on February 7, 2013.

THIRD: Article IV of the Articles of Organization is hereby amended by deleting the existing Article IV and replacing it with the following:

“Article IV

The name and address of person(s) authorized to manage LLC:

Title: MGR

JEN IV Florida Holdco, LLC, a Florida limited liability company
680 Fifth Avenue, 25th floor, New York, NY 10019

Title: MGR

Sun Terra Communities I, LLC, a Florida limited liability company
1750 W. Broadway, Suite 111, Oviedo, Florida 32765”

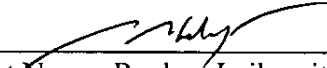
FOURTH: All other provisions of the Articles of Organization remain the same.

IN WITNESS WHEREOF, this Article of Amendment has been duly executed and is being filed in accordance with Section 605.0202 F.S., this 11 day of June, 2014.


**JEN FLORIDA XI, LLC,
a Florida limited liability company**

BY: JEN IV Florida Holdco, LLC,
a Florida limited liability company, its Co-Manager

By: JEN IV GP LLC, a Delaware limited
liability company, its manager

By: 
Print Name: Reuben Leibowitz
Its: President

By: Sun Terra Communities I, LLC,
a Florida limited liability company,
its Non-Member Co-Manager

By: 
Print Name: Erin Pappas
Its: Co-Managing Member

BY: Sun Terra Communities I, LLC,
a Florida limited liability company,
its Non-Member Co-Manager

By: 
Print Name: Erin Pappas
Its: Co-Managing Member