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GRANT FRIDKIN ET AL

NO 4192 PAGE 1 OF 1

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MAY 20 2008

**ARTICLES OF AMENDMENT  
TO  
AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
VANDERBILT BEACH, L.L.C.  
(document number L00000011951)**

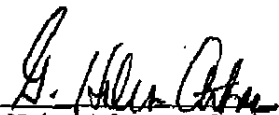
**FIRST:** The original Articles of Organization for this Limited Liability Company were filed on October 2, 2000. The Amended and Restated Articles of Organization for this Limited Liability Company were filed on May 14, 2008.

**SECOND:** Article IV is added to the Amended and Restated Articles of Organization as follows:

**ARTICLE IV  
MANAGEMENT OF COMPANY BUSINESS**

The Company's day to day business will be managed by one or more managers and is therefore a manager-managed company. The initial Manager will be Signature Communities, Inc.

May 19, 2008

  
\_\_\_\_\_  
G. Helen Athan, Authorized Representative  
of the Members and the Company

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