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LIMITED LIABILITY AMENDMENT

LEVITT COMMUNITY DEVELOPMENT COMPANY, LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF**

**LEVITT COMMUNITY DEVELOPMENT COMPANY, LLC
a Florida Limited Liability Company**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Organization of LEVITT COMMUNITY DEVELOPMENT COMPANY, LLC, (Document No.: L00000015418) filed with the Florida Secretary of State on December 13, 2000 are hereby amended and restated as follows:

1. NAME. The name of the Limited Liability Company is CORE COMMUNITIES, LLC (the "Company").
2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing address for the Company is: P.O. Box 5403, Fort Lauderdale, Florida 33310, and the principal office address for the Company is: 1750 East Sunrise Blvd., Fort Lauderdale, Florida 33304.
3. REGISTERED AGENT. The name and address of the registered agent in the State of Florida is: Glen R. Gilbert, 1750 East Sunrise Blvd., Fort Lauderdale, Florida 33304.

IN WITNESS WHEREOF, the undersigned has duly executed these Amended and Restated Articles of Organization in accordance with Section 608.411 of the Florida Limited Liability Act on this the 2 day of November, 2001.

These Amended Articles of Organization shall be effective upon filing.

By: _____

Barry E. Somerstein,
Authorized Signatory of the Members

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