

L01000006422

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From: Account Name : FOLEY & LARDNER
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Phone : (904) 359-2000
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Attention: Brenda Tadlock

023183/0104

Return to Carolyn Shida

LIMITED LIABILITY AMENDMENT

MGP SARASOTA, LLC

Walt

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF MERGER OF
MGP SARASOTA TRUST (D01000000011)
INTO
MGP SARASOTA, LLC (L01000006422)

The Articles of Merger and Plan and Agreement of Merger of MGP Sarasota Trust into MGP Sarasota, LLC as heretofore filed and recorded in the Office of the Florida Secretary of State on May 14, 2001 are hereby amended by MGP Sarasota, LLC, a Florida limited liability company (the "Surviving Business Entity"), to correct the signature lines thereof in their entirety:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 DEC 27 AM 11:00

1. The signature lines for the Articles of Merger are hereby corrected in their entirety as follows:

MGP SARASOTA TRUST

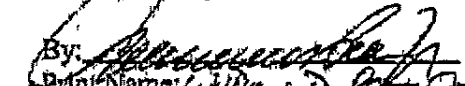
By: 
Print Name: William D. Barth, Jr.
Title: PRESIDENT


MGP SARASOTA, LLC

By: Merrill Gardens L.L.C., as sole member

By: Merrill Gardens Limited Partnership,
as managing member

By: The Merrill Group, Inc., as
general partner

By: 
Print Name: William D. Barth, Jr.
Title: PRESIDENT

By: 
Print Name: Douglas D. Spear
Title: SVP-CFO

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2. The signature lines for the Plan and Agreement of Merger are hereby corrected in their entirety as follows:

MGP SARASOTA TRUST

By: [Signature]
Print Name: William D. Spear, Jr.
Title: President

MGP SARASOTA, LLC

By: Merrill Gardens L.L.C., as sole member

By: Merrill Gardens Limited Partnership,
as managing member

By: The Merrill Group, Inc., as
general partner

By: [Signature]
Print Name: William D. Spear, Jr.
Title: President

By: [Signature]
Print Name: Douglas D. Spear
Title: SVP-CFO

IN WITNESS WHEREOF, the undersigned Surviving Business Entity has caused its duly authorized representatives to execute this Amendment this 27th day of December, 2004.

MGP SARASOTA, LLC

By: Merrill Gardens L.L.C., as sole member

By: Merrill Gardens Limited Partnership,
as managing member

By: The Merrill Group, Inc., as
general partner

By: [Signature]
Print Name: William D. Spear, Jr.
Title: President

By: [Signature]
Print Name: Douglas D. Spear
Title: SVP-CFO