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LIMITED LIABILITY AMENDMENT

OCEANVIEW CLUB DEVELOPMENT COMPANY, L.L.

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ARTICLES OF AMENDMENT TO TALLAHASSEE, FLORIDA ARTICLES OF ORGANIZATION OF OCEANVIEW CLUB DEVELOPMENT COMPANY, LLC, a Florida limited liability company

FIRST:

The date of filing of the articles of organization was June 25, 2001.

SECOND:

The following amendments to the articles of organization were

adopted by the limited liability company:

ARTICLE XI is hereby modified to provide that indebtedness to City National Bank of Florida, N.A shall be in the approximate amount of \$ 5,480,000.

Date of adoption 6-37-0/ Dated this 27 day of June, 2001.

OCEANVIEW GLUB MANAGER, INC.

Allen R. Greenwald, President