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LIMITED LIABILITY AMENDMENT APARTMENTS AND LAND MANAGEMENT, LLC

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**THIRD AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
APARTMENTS AND LAND MANAGEMENT, LLC**

The undersigned, being authorized to execute and file these Second Amended and Restated Articles of Organization pursuant to Section 608.411, Florida Statutes, hereby certifies that:

FIRST: The limited liability company filed its Articles of Organization with the Secretary of State of the State of Florida on July 19, 2001 under the name El Madrid Investments, L.C.

SECOND: The Articles of Organization of the Company shall be amended and restated to read in full as follows:

ARTICLE I - Name

The name of the Company is **Apartment and Land Management, LLC**

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is:

18851 NE. 29th Avenue, Suite 901
Aventura, Florida 33180


ARTICLE III - Registered Agent/Office

The name and Florida street address of the registered agent of the Company is:

Registered Agents of Florida, LLC
100 Southeast 2nd Street, Suite 2900
Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

REGISTERED AGENTS OF FLORIDA, LLC

By: 
Shamira Klein, Vice President

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ARTICLE IV - Management

The Company will be member-managed.

The undersigned sole member has executed these Articles of Organization this 14th day of April 2005.



Gabor Rado, Sole Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

GENERAL STATE - An Equal Opportunity Employer/Member and Equal Opportunity Employer

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