

L01000011950

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LIMITED LIABILITY AMENDMENT

BF HOSPITALITY, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$25.00

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3

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**CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION
OF**

BF HOSPITALITY, L.L.C.
a Florida limited liability company

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, the undersigned Company adopts the following Certificate of Amendment to its Articles of Organization:

1. The name of the limited liability company is BF HOSPITALITY, L.L.C. (the "Company").
2. The Articles of Organization were filed on July 20, 2001, and assigned document number L01000011950.
3. The Amendments to the Articles of Organization set forth below were adopted by all of the Members of the Company pursuant to an Amended and Restated Operating Agreement of the Company dated December 17, 2004.
4. The Company's Articles of Organization are hereby amended as follows:

Article IV of the Company's Articles of Organization is deleted and replaced with the following new Article IV, as follows:

The Company is to be managed by: a manager or managers and the name(s) and address of such manager is:

Mediterranea Holdings LLC, a Delaware limited liability company
4535 Ponce De Leon Boulevard
Coral Gables, Florida 33146

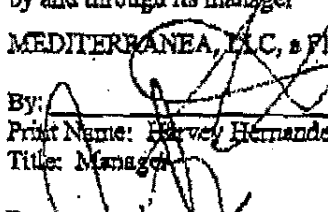
5. Except as hereby amended, the Articles of Organization of the Company shall remain the same.

IN WITNESS WHEREOF, the undersigned, consisting of the sole Member of the Company, has executed this Certificate of Amendment as of the date hereinabove set forth.

MANAGER:

MEDITERRANEA HOLDINGS, L.L.C., a Delaware Limited liability Company
by and through its manager

MEDITERRANEA, L.L.C., a Florida limited liability company

By: 
Print Name: Harvey Hernandez
Title: Manager

By: 
Print Name: Ross Boschetti
Title: Manager


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TOTAL P.03

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ACKNOWLEDGED BY THE PREVIOUS SOLE MANAGER OF THE COMPANY:

MEDITERRANEA, LLC, a Florida limited liability company

By: 
Print Name: Harvey Hernandez
Title: Manager

By: 
Print Name: Walter Boschetti
Title: Manager

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TOTAL P.03

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