

Division of Corporations

**LO1000017934**

## Florida Department of State

Division of Corporations

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## To:

Division of Corporations  
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## From:

Account Name : AGI REGISTERED AGENTS, INC.  
Account Number : I20000000205  
Phone : (305) 416-6800  
Fax Number : (305) 416-6811

## LIMITED LIABILITY AMENDMENT

GRAND PALAZZO III, L.L.C.

Certificate of Status	0
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DIVISION OF CORPORATION

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

**GRAND PALAZZO III, L.L.C.,**  
**a Florida limited liability company**

The undersigned, being the Manager of GRAND PALAZZO III, L.L.C., a Florida limited liability company (the "Company"), hereby certifies that the Articles of Organization of the Company are modified and amended by these Articles of Amendment (the "Amendment") as follows:

1. Article II (a) of the Articles of Organization of the Company is hereby modified to provide that the Company's address is: 7800 Red Road, Suite 218, South Miami, Florida 33143.

2. Article VIII of the Articles of Organization of the Company is hereby modified to provide that Robert F. Thorne has resigned as a Manager of the Company effective April 12, 2002, and that from and after May 1, 2002, Frank J. Amedia has been replaced as Manager by The Amadi Companies and JLG Broward has been added as a Manager. The names and street addresses of all of the Managers of the Company from and after the date of this Amendment, are as follows:

<u>Name</u>	<u>Address</u>
The Amadi Companies, L.L.C.	7800 Red Road, Suite 218 South Miami, Florida 33143 Attention: Mr. Frank J. Amedia, Manager
JLG Broward, L.L.C.	801 Brickell Avenue, 9 <sup>th</sup> Floor Miami, Florida 33131 Attention: Mr. Gerardo Cisneros, Manager

3. In all other regards, all of the articles, terms and conditions of the Articles of Organization of the Company not modified by this Amendment are hereby ratified and confirmed and shall remain in full force and effect. In the event of a conflict between the articles, terms and conditions of this Amendment and the Articles of Organization of the Company, the terms of this Amendment shall control. This Amendment shall be binding upon all of the Members and the Managers of the Company and their respective legal representatives, heirs, successors and assigns.

4. The foregoing Amendment was approved by a majority of the Members of the Company by Amendment to Operating Agreement dated March 20, 2002 and joint resolution of a majority of the Members occurring on March 20, 2002.

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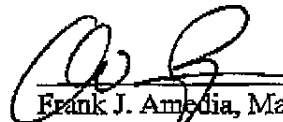
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IN WITNESS WHEREOF, the undersigned, being the sole member and the managing member of the Company, has hereunto set his hands and affixed the Company's seal this 22<sup>nd</sup> day of May, 2002.



Frank J. Amedia, Manager

By: Mario A. Iglesias, as attorney-in-fact

[Company Seal]

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