

L01000021867

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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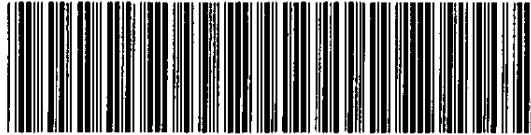
Special Instructions to Filing Officer:

A. LUNT

DEC 16 2008

EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: BankAtlantic Venture Partners 2, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

John Grelle
(Name of Person)

Woodbridge Holdings
(Firm/Company)

2100 West Cypress Creek Road
(Address)

Fort Lauderdale, FL 33309
(City/State and Zip Code)

For further information concerning this matter, please call:

John Grelle at (954) 940-4919
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|--|
| <input checked="" type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|--|--|--|--|

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

BankAtlantic Venture Partners 2, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 12/17/2001 and assigned
Florida document number L01000021867.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "or" or abbreviation
"L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

2100 West Cypress Creek Road

Fort Lauderdale, FL 33309

**B. If amending the registered agent and/or registered office address on our records, enter the name of the new
registered agent and/or the new registered office address here:**

Name of New Registered Agent:

John Grelle

New Registered Office Address:

2100 West Cypress Creek Road

(Enter Florida street address)

Fort Lauderdale

(City)

Florida 33309

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.


(If Changing Registered Agent, Signature of New Registered Agent)

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGRM	Levitt Corporation	2100 West Cypress Creek Road Fort Lauderdale, FL 33309	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
MGRM	Woodbridge Holdings Corporation	2100 West Cypress Creek Road Fort Lauderdale, FL 33309	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Add
Remove
Add
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Remove

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D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

Dated Dec. 10, 2008.

John G. Grelle
Signature of a member or authorized representative of a member
John Grelle

Typed or printed name of signee

MAY 21 2008 9:22AM

C S C

NO. 215 P. 2

H08000134309

**ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LEVITT CORPORATION**

The Amended and Restated Articles of Incorporation of LEVITT CORPORATION, a Florida corporation (the "Corporation"), are hereby amended pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act and such amendment is set forth as follows:

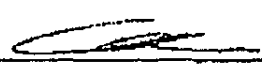
1. Article I is hereby deleted in its entirety and replaced with the following:

ARTICLE I — NAME AND ADDRESS

The name of this Corporation is Woodbridge Holdings Corporation. The address of the principal office and the mailing address of this Corporation is 2100 West Cypress Creek Road, Fort Lauderdale, Florida 33309.

The undersigned hereby certifies that the foregoing amendment was duly adopted and approved by the board of directors of the Corporation and by the holders of the Corporation's Class A Common Stock and Class B Common Stock, voting together as one group, on May 20, 2008, and that the number of votes cast for the foregoing amendment by such voting group was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of May 20, 2008.


Alan B. Levan,
Chairman of the Board and Chief
Executive Officer

2008 DEC 15 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MAY 21 PM 2:48
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