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(attn: Dina Lee)

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LIMITED LIABILITY AMENDMENT

AVALON HERITAGE II, LLC

Certificate of Status	1
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Avalon Heritage II, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was December 18, 2001

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

The sole member and managing member of the Company shall be

Avalon Associates of Delaware Limited Partnership,
a Florida limited partnership

Dated June 17, 2003



Signature of a member or authorized representative of a member

Beat M. Kahl

Typed or printed name of signer

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