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(Requestor's Name)

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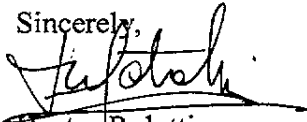SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 7, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Please find attached an articles of amendment to the articles of organization for 1080
Alton Road LLC. My daytime telephone number is 305-531-8100 and my return address
is 1080 Alton Rd, Miami Beach, FL 33139.

Sincerely,

Hector Rolotti
Authorized Representative of Member

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03 FEB 17 AM 10: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

1080 ALTON ROAD LLC
(A Florida Limited Liability Company)

First: The date of filing of the articles of organization was June 10, 2002, and the assigned document number for such filing was L02000014457.

Second: An articles of amendment to the articles of organization was filed on July 23, 2002, under the same document number.

Third: The following amendment to the articles of organization was adopted by the limited liability company:

I. The company will be a member-managed company. The name and address of the member-manager is:

Member-Manager	Address
Novecento Miami LLC	1080 Alton Road Miami Beach, FL 33139 (305) 531-8100

II. The name and membership interest of each member of the company is:

Member	Membership Interest
Novecento Miami LLC	50.00%
HP Investment LLC	50.00%

Dated: February 7, 2003

_____
Signature of Authorized Representative of Member

HECTOR A. ROLOTTI
Typed or Printed Name of Signee

_____
Signature of Authorized Representative of Member

SALVADOR A. RUGGERI
Typed or Printed Name of Signee