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CORPDIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

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CONTACT: KATIE WONSCH

DATE: 8/4/04

REF. #: 0457.28753

CORP. NAME: BALDWIN PARK VILLAGE III, LLC

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- | | | |
|--|---|--|
| ☐ ARTICLES OF INCORPORATION | ☒ ARTICLES OF AMENDMENT | ☐ ARTICLES OF DISSOLUTION |
| ☐ ANNUAL REPORT | ☐ TRADEMARK/SERVICE MARK | ☐ FICTITIOUS NAME |
| ☐ FOREIGN QUALIFICATION | ☐ LIMITED PARTNERSHIP | ☐ LIMITED LIABILITY |
| ☐ REINSTATEMENT | ☐ MERGER | ☐ WITHDRAWAL |
| ☐ CERTIFICATE OF CANCELLATION | | |
| ☐ OTHER: | | |

STATE FEES PREPAID WITH CHECK# 508996 FOR \$ 55.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

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| ☐ CERTIFICATE OF STATUS | | |

Examiner's Initials

**AMENDMENT TO THE FURTHER AMENDED AND RESTATED ARTICLES OF
ORGANIZATION
OF
BALDWIN PARK VILLAGE III, LLC**

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TALLAHASSEE, FLORIDA

The Articles of Organization for Baldwin Park Village II, LLC, as filed on October 16, 2002; the Certificate of Amendment thereto filed on December 13, 2002; the Amended and Restated Articles of Organization thereto filed on 23 February 2003 and the Further Amended and Restated Articles of Organization thereto filed June 30, 2004 are hereby Amended as follows:

1. Article III, Section 1 is replaced in its entirety as set forth below:

ARTICLE III
PURPOSE; GENERAL POWERS

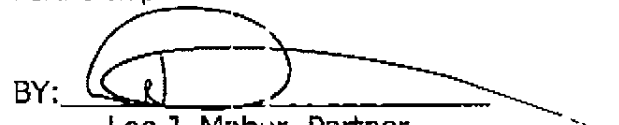
1. Purpose: The sole purpose of the Company has been, is and will be, to acquire, own, hold, maintain, and operate certain property (designated as Lots 557 and 574 and 575, Baldwin Park Unit 3, according to the plat thereof recorded in Plat Book 52 Pages 103-112, of the public records of Orange County, Florida)(the "Property"), together with such other activities as may be necessary or advisable in connection with the ownership of the Property. The Company has not engaged, and does not and shall not engage, in any business, and it has and shall have no purpose, unrelated to the Property. The Company has not owned, does not own and shall not acquire, any real property or own assets other than those related to the Property and/or otherwise in furtherance of the limited purposes of the Company.
2. All other terms and conditions of the Further Amended and Restated Articles of Organization of Baldwin Park Village III, LLC filed June 30, 2004 remain in full force and effect.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of organization declaring and certifying that the facts stated herein are true, this **4th** day of August **2004**.

BALDWIN PARK VILLAGE III, INC.
A Florida Corporation

BY: 
Charles Whittall, President

BALDWIN PARK, LLP, A Florida Limited Liability
Partnership

BY: 
Lee J. Maher, Partner