

L03000029836

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**SECOND ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
SUN CLUB APARTMENTS, LLC**

Document Number of Company: L03000029836

FIRST: The date of filing of the Articles of Organization was August 12, 2003, as amended by Articles of Amendment filed April 10, 2006.

SECOND: The following amendments to the Articles of Organization as amended were adopted by the limited liability company:

Article Five is hereby deleted, and the following is substituted in its place:

ARTICLE FIVE

This limited liability company has at least one (1) member and the initial, total amount of cash required to be contributed shall be \$100.00.

Article Six is hereby deleted and the following is substituted in its place:

ARTICLE SIX

There shall be no additional contributions required to be made by the member.

Article Nine is hereby deleted and the following is substituted in its place:

ARTICLE NINE

This limited liability company shall be managed by the Managing Member. The name and address of the Managing Member of this limited liability company is:

CONSTANTIN ARDELEAN
8445 Springtree Drive
Sunrise, FL 33351

The name and address of the member of this limited liability company is as follows:

CONSTANTIN ARDELEAN
8445 Springtree Drive
Sunrise, FL 33351

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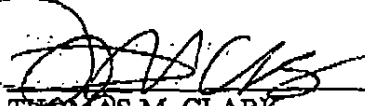
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Article Ten is deleted and the following is substituted in its place:

ARTICLE TEN

The member of this limited liability company shall own an undivided one hundred percent (100%) interest therein and such member shall contribute one hundred percent (100%) of the cash contribution set forth hereinabove.

IN WITNESS WHEREOF, the undersigned authorized agent and member have executed these Articles of Amendment to Articles of Organization this 22 day of June, 2007.


THOMAS M. CLARK


CONSTANTIN ARDELEAN

STATE OF FLORIDA]

COUNTY OF BROWARD]

Before me personally appeared THOMAS M. CLARK and CONSTANTIN ARDELEAN, to me well known and known to me to be the person described in and who executed the foregoing instrument, or who produced driver's licenses as identification, and acknowledged to me and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 22 day of June, 2007.


Notary Public, State of Florida

My Commission Expires:

(Seal)



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