

L030000036063

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

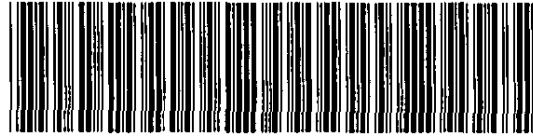
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09 APR 23 PM 4:30

DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

09 APR 23 PM 4:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. KOHR

APR 24 2009

EXAMINER

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

SHS Management 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 9/23/03 and assigned
Florida document number LD30000316063

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 "LLC" or the 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)

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:

New Registered Office Address:

(Enter Florida street address)

_____, Florida
(City)

(Zip Code)

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

Thereby 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:

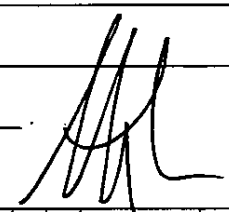
MGR = Manager
MGRM = Managing Member

Title	Name	Address	Type of Action
MGRM	Steven Leon Student Housing Solutions	2020 W. Pensacola St 27 Tallahassee, FL 32304	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
MGRM	Peter Rosen		<input type="checkbox"/> Add <input checked="" 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
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

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

Dated

4/23, 2009



Signature of a member or authorized representative of a member

STEVEN LEON

Typed or printed name of signer

ASSIGNMENT AND ASSUMPTION OF MEMBERSHIP INTERESTS

THIS ASSIGNMENT AND ASSUMPTION OF MEMBERSHIP INTERESTS (this "Assignment and Assumption") is made and entered into as of October ~~18~~ 13, 2008 (the "Effective Date"), by and between JAMES SAULS, ("Assignor"), and STUDENT HOUSING SOLUTIONS, LLC, a Florida limited liability company ("Assignee").

WITNESSETH

WHEREAS, Assignor owns an undivided 75% interest in a limited liability company known as SHS MANAGEMENT, LLC, a Florida limited liability company (the "Company"); and

WHEREAS, Assignor is also the Managing Member of the Company; and

WHEREAS, Assignor desires to grant, sell, assign, release, transfer, and convey to Assignee 53.5% of Assignor's 75% interest in the Company in accordance with the terms and conditions of this Assignment and Assumption.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

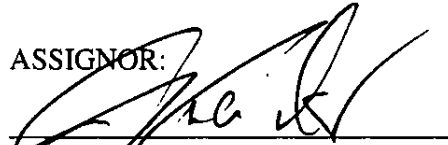
1. Assignment and Assumption of Membership Interests. Assignor hereby forever irrevocably grants, sells, assigns, releases, transfers, conveys and sets over to Assignee, its successors and assigns, forever, 53.5% of his 75% interest in the Company. Assignee hereby accepts the foregoing assignment and agrees to assume and perform each and every one of the obligations and be bound by all of the terms and provisions set forth in any documents governing Company actions and conduct.
2. Representations and Warranties of Assignor This Assignment and Assumption is made without representation, warranty, guarantee, or other assurance or covenant of any kind by Assignor, and without recourse with respect to Assignor or with respect to any of the partners, members, officers, agents, employees, representatives or other constituent entities of Assignor.
3. Governing Law. This Assignment and Assumption shall be governed by, and construed in accordance with, the laws of the State of Florida.
4. Counterparts. This Assignment and Assumption may be executed in several counterparts, and/or by execution of counterpart signature pages which may be attached to one or more counterparts, and all so executed shall constitute one agreement binding on all of the parties hereto, notwithstanding that all of the parties are not signatory to the original or the same counterpart.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

SCANNED

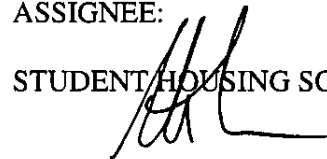
IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment and Assumption as of the Effective Date.

ASSIGNOR:

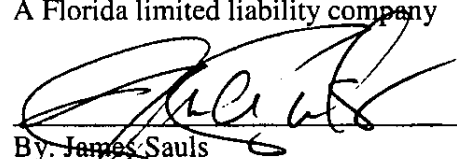

JAMES SAULS

ASSIGNEE:

STUDENT HOUSING SOLUTIONS, LLC


By: Steven M. Leoni
Its: Managing Member

SHS MANAGEMENT, LLC
A Florida limited liability company


By: James Sauls
Its: Managing Member

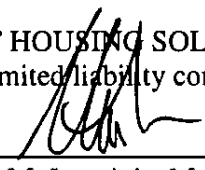
SHS MANAGEMENT, LLC

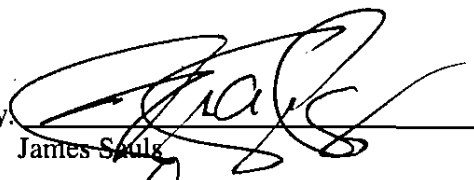
APPOINTMENT OF CO-MANAGING MEMBER


The undersigned, constituting all of the Members of SHS MANAGEMENT LLC, a Florida limited liability company ("Company"), hereby appoint STUDENT HOUSING SOLUTIONS, LLC, a Florida limited liability company, as CO -MANAGING MEMBER of the Company, effective as of the date hereof.

Dated as of this 13 day of November, 2008

STUDENT HOUSING SOLUTIONS, LLC
a Florida limited liability company

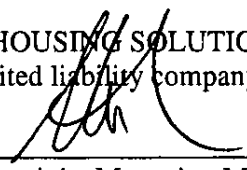
By: 
Steven M. Leoni, its Managing Member

By: 
James Sauls

By: 
Peter S. Rosen

The undersigned hereby accepts the position as Co-Managing Member of SHS MANAGEMENT, LLC, a Florida limited liability company, effective as of the date hereof.

STUDENT HOUSING SOLUTIONS, LLC,
a Florida limited liability company

By: 
Steven M. Leoni, its Managing Member

SCANNED