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LIMITED LIABILITY AMENDMENT

BAYVIEW APARTMENTS, LLC

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AMENDMENT TO ARTICLES OF ORGANIZATION OF <u>BAYVIEW APARTMENTS, LLC,</u> A FLORIDA LIMITED LIABILITY COMPANY

THIS AMENDMENT to Articles of Organization of *BAYVIEW APARTMENTS*, *LLC*, the "Company") is made as of the 2 day of July, 2004, by the undersigned, *Luigi Gallegos*, Managing Member of the Company ("Member").

WHEREAS, the Articles of Organization dated and filed December 29, 2003, with the Secretary of State, State of Florida under Document No. L03000056350, are hereby amended, as follows:

1. <u>Initial Members.</u> The name of the initial Members of the company are changed from *Marcelo G. Cabrier, Ronan E. Pironi and Luigi Gallegos to*:

Diamond Properties, LLC 960 Arthur Godfrey Road #212 Miami Beach, FL 33140

Urbanika, LLC 960 Arthur Godfrey Road #212 Miami Beach, FL 33140

Morena, LLC 960 Arthur Godfrey Road #212 Miami Beach, FL 33140

109th Partnership, LLC 11 Island Avenue, #1505 Miami Beach, FL 33139

Herra, LLC 7869 NW 52nd Street Miami, FL 33166

Fejor, LLC 960 Arthur Godfrey Road #212 Miami Beach, FL 33140 FILED

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IN WITNESS WHEREOF, I have hereunto set my hand and seal to this Amendment as of the date and year first above written.

UIG GALLEGOS, Managing Member

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BELOFF & SCHWARTZ

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STATE OF FLORIDA) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by LUIGI GALLEGOS as Managing Member of BAYVIEW APARTMENTS, LLC, a Florida limited liability company. He is personally known to me or produced ______ as identification.

My Commission Expires:

Typed, printed or stamped name of Notary Public

PIGNA ESTRELLA
MY COMMISSION # DO 195345
EXPIRES, March 20, 2007
Bonded Thru Hosery Public Underwriters