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LIMITED LIABILITY AMENDMENT

AVANTI TARRAGON, LLC

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| Page Count            | 02      |
| Estimated Charge      | \$55.00 |

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF**

Avanti Tarragon, LLC

(Present Name)  
(A Florida Limited Liability Company)

**FIRST:** The date of filing of the articles of organization was March 19, 2004

**SECOND:** The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

1. Article II of the Articles of Organization is hereby amended to change the mailing address to the following:

Tarragon Corporation  
Attention: Kathryn Mansfield  
3100 Monticello Avenue, Suite 200  
Dallas, Texas 75205

2. Article IV of the Articles of Organization is hereby deleted in its entirety and replaced with the following language:

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

"MGRM" = Managing Member

MGRM

Tarragon South Development Corp.  
200 East Las Olas Boulevard  
Suite 1650  
Fort Lauderdale, Florida 33301

Dated October 14, 2004.

  
\_\_\_\_\_  
Signature of a member or authorized representative of a member

Marcy H. Kammherman, Assistant Secretary

\_\_\_\_\_  
Typed or printed name of signer

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