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Division of Corporations

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L040000032604

Florida Department of State
Division of Corporations
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Account Number : 076077002775
Phone : (407) 246-8692
Fax Number : (407) 423-7014

LIMITED LIABILITY AMENDMENT

RED TAIL GOLF CLUB, L.L.C.

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WINTER PARK

Florida Dept of State

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003



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 28, 2005

RED TAIL GOLF CLUB, L.L.C.
1275 LAKE HEATHROW LANE
HEATHROW, FL 32746

SUBJECT: RED TAIL GOLF CLUB, L.L.C.
REF: L04000032604

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(H05000107562 3

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
REDTAIL GOLF CLUB, LLC**

WHEREAS, the name of the company is REDTAIL GOLF CLUB, LLC, a Florida limited liability company ("Company"); and

WHEREAS, the Company was formed pursuant to the laws of the State of Florida on April 21, 2004, and assigned document number L04000032604; and

WHEREAS, the sole Member of the Company has recommended the amendments to the Articles of Organization set forth below; and

WHEREAS, the undersigned Company, by and through its sole Member and pursuant to the provisions of Section 608.411 of the Florida Statutes, agrees to amend the aforesaid Articles of Organization in the manner hereinafter set forth;

NOW, THEREFORE, the undersigned hereby amends the Articles as follows:

1. Management. The Company shall be member-managed.
2. The date of the foregoing amendment's adoption was April 27 2005.
3. Except as modified herein, the Articles of Organization of said Company shall be and remain in full force and effect.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 27th day of April, 2005.

Member: 46/46A, LLC,
a Florida limited liability company

By: Heathrow Land Company
Limited Partnership,
a Florida limited partnership

By: 4/46A Corp., a Florida corporation,
its general partner

By: 
George P. Apostolicas,
President

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Company: REDTAIL GOLF CLUB, LLC
a Florida limited liability company

By: 46/46A, LLC,
a Florida limited liability company

By: Heathrow Land Company
Limited Partnership,
a Florida limited partnership

By: 4/46A Corp.,
a Florida corporation,
its general partner

By: C. P. Apostolicas
George P. Apostolicas,
President

STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 27th day of April, 2005, by George P. Apostolicas. He is personally known to me and did not take an oath.

Harold L. Downing
NOTARY PUBLIC



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