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FROM-Greenberg Traurig, P.A.

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Division of Corporations

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ACORN REAL ESTATE, LLC

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June 8, 2006

FLORIDA DEPARTMENT OF STATE
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1660 NW 19 AVENUE
POMPANO BEACH, FL 33069

SUBJECT: ACORN REAL ESTATE, LLC
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**AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
ACORN REAL ESTATE, LLC**

It is hereby certified that:

FIRST: The date of filing of the Articles of Organization was June 9, 2004 and assigned document number L04000043666.

SECOND: The following amendments to the Articles of Organization were adopted by the Limited Liability Company:

1. The Articles of Organization of the Company are hereby amended by striking out **ARTICLE II** in its entirety and substituting the following new Article as follows:

ARTICLE II - Address. The mailing address and street address of the principal office of the Limited Liability Company is:

Stephen F. Vitello
1570 S.E. 14th Court
Deerfield Beach, FL 33441

2. The Articles of Organization of the Company are hereby amended by striking out **ARTICLE III** in its entirety and substituting the following new Article as follows:

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature. The name and the Florida street address of the registered agent are:

Stephen F. Vitello
1570 S.E. 14th Court
Deerfield Beach, FL 33441

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating 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 in Chapter 608, Florida Statutes.


Stephen F. Vitello

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3. The Articles of Organization of the Company are hereby amended by adding a new **ARTICLE IV**, as follows:

ARTICLE IV. Management The Company is to be managed by a manager, and is therefore, a manager-managed company. The name of the initial manager is:

Acorn Real Estate Development Corporation
1570 S.E. 14th Court
Deerfield Beach, FL 33441

IN WITNESS WHEREOF, the undersigned has hereunto set its hand and seal on this the 7th day of May, 2006.

Acorn Real Estate, LLC,

By: Acorn Real Estate Development
Corporation, a Florida corporation,
its Manager

By: 
Stephen F. Vitello, President

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