

W4000081338

Florida Department of State
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DIVISION OF CORPORATION

W4-81338

LIMITED LIABILITY AMENDMENT

FLORIDA FOREST PLACE HOLDINGS LLC

TALLAHASSEE, FLORIDA

04 NOV 29 PM 5:50

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION**

**Florida Forest Place Holdings LLC
a Florida limited liability company**

The undersigned, being the Managers of Florida Forest Place Holdings LLC, a Florida limited liability company (the "Company"), hereby certifies that the Articles of Organization of the Company as initially authorized and filed on April 13, 2004 under Document No. L04000081338 with the Florida Department of State, Division of Corporations, are hereby modified and amended by these Articles of Amendment (the "Amendment") as follows:

1. The Articles of Organization of the Company are hereby amended to provide that all prior individuals be removed as Managers of the Company, and that the following entity serve and act as the sole Manager of the Company immediately effective upon the filing of this Amendment:

Forest Place Realty, LLC
c/o Blue Rock Partners, LLC
7320 East Fletcher Avenue, Suite 109
Tampa, Florida 33637

2. In all other regards, all of the articles, terms and conditions of the Articles of Organization of the Company not modified by this Amendment are hereby ratified and confirmed and shall remain in full force and effect. In the event of a conflict between the articles, terms and conditions of this Amendment and the Articles of Organization of the Company, the terms of this Amendment shall control. This Amendment shall be binding upon all of the Members and the Managers of the Company and their respective legal representatives, heirs, successors and assigns.

3. The foregoing Amendment was approved by resolution of a majority of the Members occurring on November 17, 2004.

IN WITNESS WHEREOF, the undersigned, being the Sole Manager of the Company, has hereunto set its hands and affixed the Company's seal this 29th day of November, 2004.

Manager:

Forest Place Realty, LLC
A Florida limited liability company

By: _____

Randy Ferreira, Manager

By: Santiago Eljaiek III, as attorney-in-fact

[Company Seal]

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