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DIVISION OF**LIMITED LIABILITY AMENDMENT****THE ART VILLAGE OF ST. PETERSBURG, LLC**

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION
OF
THE ART VILLAGE OF ST. PETERSBURG, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following amendment to the Articles of Organization of The Art Village of St. Petersburg, LLC, a Florida limited liability company (the "Company"), Document Number L05000000992, filed January 4, 2005, was adopted by The Art Village of St. Petersburg, LLC:

1. **Change of Name:** Number 1 of the Articles of Organization of the Company is amended by deleting it in its entirety and substituting a new Number 1 to read as follows:

1. **NAME:** The name of the Limited Liability Company is **THE ART VILLAGE OF ST. PETERSBURG NORTH, LLC** (the "Company").

The foregoing Amendment was adopted by Unanimous Written Consent in Lieu of a Meeting of the Members of the Company as of January 13, 2005.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of the Company has hereunto executed this Amendment for the purposes herein expressed on this 13 day of JANUARY, 2005.

By: 
Jimmy Ayiram, Manager/Member