

JAN-20-2005 THU 03:46 PM Siegfried Rivera

FAX NO. 3054433292

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Division of Corporations

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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : SIEGFRIED, KIPNIS, RIVERA, LERNER, DE LA TORRE & MOCA
Account Number : 076424000767
Phone : (305) 442-3334
Fax Number : (305) 443-3292

LOS-1453

LIMITED LIABILITY AMENDMENT
NORTH BAYSHORE LAND HOLDINGS, LLC

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C O V E R

FAX

S H E E T

To: Florida Department of State
From: Mirta M. Iglesias Thomas
Fax #: (850) 205-0383
Phone#:
Subject: NORTH BAYSHORE LAND HOLDINGS, LLC
File #: 2040326
Date: JANUARY 20, 2005 **TIME:** 3:47 PM
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Siegfried, Rivera, Lerner, De La Torre & Sobel, P.A.
 201 Alhambra Circle, 11th Floor, Coral Gables, Florida 33134
 (305) 442-3334, Fax: (305) 443-3292

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NORTH BAYSHORE LAND HOLDINGS, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

REYNALDO F. MAYOR
(Name of Person)

NORTH BAYSHORE LAND HOLDINGS, LLC
(Firm/Company)

780 N.W. LeJeune Road, Suite 616
(Address)

MIAMI, FLORIDA 33126
(City/State and Zip Code)

For further information concerning this matter, please call:

REYNALDO F. MAYOR at (305) 774-6546
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$24.00 Filing Fee
- \$30.00 Filing Fee & Certificate of Status
- \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Guines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
NORTH BAYSHORE LAND HOLDINGS, LLC**

Pursuant to the provisions of Section 608.411, Florida Statutes, the undersigned Florida limited liability company adopts the following articles of amendment to its Articles of Organization.

- FIRST :** The name of the limited liability company is NORTH BAYSHORE LAND HOLDINGS, LLC.
- SECOND:** The date of filing of the Articles of Organization was January 5, 2005.
- THIRD:** The Articles of Organization are hereby amended by deleting Article III in its entirety and substituting the following in lieu thereof:

ARTICLE III - Purpose:

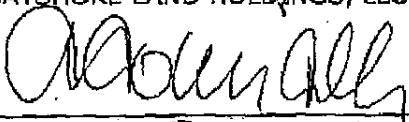
The sole purpose of the Limited Liability Company is to acquire, develop, hold, improve, subdivide, maintain, operate, and sell the parcels of land and/or finished lots located on the real property more fully described in the Limited Liability Company's Operating Agreement dated January 6, 2005, as amended (the "Land") (the Land, together with all improvements thereon and appurtenances thereto at any time during the term hereof, are sometimes collectively referred to as the "Project" or "Projects"), and further to engage in any other business or activity that may be incidental, proper, advisable or convenient to accomplish the foregoing purpose (including, without limitation, obtaining financing therefor) and that is not forbidden by the law of the jurisdiction in which the Limited Liability Company engages in that business. It is contemplated that the acquisition of the Land and development of such Project will be made through a combination of bank or other institution financing and through capital contributions by the members to the Limited Liability Company.

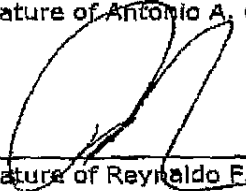
[SIGNATURES TO FOLLOW]

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NORTH BAYSHORE LAND HOLDINGS, LLC

By: 
Signature of Antonio A. Gonzalez, Manager/Member

By: 
Signature of Reynaldo E. Mayer, Manager/Member

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