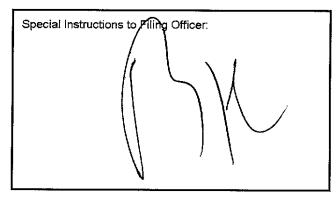
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(Requestor's Name)
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(Business Entity Name)
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ACCOUNT NO.

072100000032

REFERENCE

266092

STATE OF THE PLANE

AUTHORIZATION

COST LIMIT

\$ 60.00

ORDER DATE: March 18, 2005

ORDER TIME : 2:05 PM

ORDER NO. : 266092-025

CUSTOMER NO: 4330594

CUSTOMER: Margaret O. Ryder, Legal Asst

Adorno & Yoss, P.a.

Suite 400

2525 Ponce De Leon Boulevard

Coral Gables, FL 33134

NAME: CG MIAMI PARTNERS I, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF



CG MIAMI PARTNERS I, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on JANUARY 19, 2005 and assigned document number L05000005746

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:

Articles I., II. and VII. are hereby deleted in their entirety and amended to read as follows:

ARTICLE I. NAME

The name of the limited liability company is CG Miami Partners II, LLC (the "Company").

ARTICLE II. MAILING AND STREET ADDRESS

The mailing and street address of the principal office of the Company shall be c/o Brack Capital Real Estate, 385 Third Avenue, 27th Floor, New York, New York 10022.

ARTICLE VII. MANAGEMENT

The Company shall be a member-managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the business and operations of the Company, not inconsistent with Florida law or the Articles. The Manager of the Company shall be BCRE Miami I-3, LLC, a Florida limited liability company.

Dated MARCH

Signature of a member or authorized representative of a member

BRIAN K. GOODKIND, ESQ., AUTHORIZED REPRESENTATIVE

Typed or printed name of signee

Filing Fee: \$25.00