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Division of Corporations

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DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT

BCRE ELEMENT, LLC

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Comments:

Ladies and Gentlemen:

Attached hereto for filing are the Articles of Amendment to the Articles of Organization of BCRE Element, LLC. Thank you.

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Adorno & Yoss LLP  
2525 Ponce de Leon Boulevard  
Suite 400  
Miami, Florida 33134  
(305) 460-1000

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF

BORE ELEMENT, LLC

(Project Name)

(A Florida Limited Liability Company)

**FIRST:** The Articles of Organization were filed on JANUARY 19, 2005  
and assigned document number LD5000005746.

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

Articles VII is hereby deleted in its entirety and amended to read as follows.

**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 Managers of the Company shall be CG Miami Holdings LLC, a Florida limited liability company, and any other Member who shall be a Manager in accordance with the terms and conditions of the Operating Agreement.

Dated 11-23, 2005



Signature of a member or authorized representative of a member

BRIAN K. GOODKIND, ESQ., AUTHORIZED REPRESENTATIVE

Typed or printed name of signer

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