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LIMITED LIABILITY AMENDMENT

AVENTURA MARINA RESALES, LLC

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**ARTICLES OF AMENDMENT
OF
THE ARTICLES OF ORGANIZATION
OF
AVENTURA MARINA RESALES, LLC**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, AVENTURA MARINA RESALES, LLC, a Florida limited liability company (the "Company"), whose Articles of Organization were filed with the Florida Department of State on January 25, 2005 under Document No. L05000007996 adopts the following articles of amendment to its Articles of Organization.

ARTICLE I

The name of the Company is Aventura Marina Resales, LLC.

ARTICLE II

The Company's Articles of Organization shall be amended by adding the following

Article V:

ARTICLE V

The Company shall be a manager-managed limited liability company. The names and addresses of the initial managers of the Company are:

Philip J. Spiegelman
2875 N.E. 191 Street, Second Floor
Aventura, Florida 33180

William P. Thompson
2828 Coral Way, Penthouse Suite
Miami, Florida 33145

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ARTICLE III

These articles of amendment shall be effective at the time of its filing with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned William P. Thompson has signed these Articles of Amendment of the Articles of Organization as the of the 10 day of October, 2005.

AVENTURA MARINA RESALES, LLC, a
Florida limited liability company

By Aventura Marina Sales, LLC., its
Managing Member

By: W.P. Thompson
Name: William P. Thompson
Title: Executive Vice President

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