

LOS000023379

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LIMITED LIABILITY AMENDMENT

BREF WALDEN PARK, LLC

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
BREF WALDEN PARK, LLC**

THE UNDERSIGNED hereby makes and executes these Articles of Amendment for the purpose of amending the original Articles of Organization of BREF Walden Park, LLC (the "Company"), which were filed on March 8, 2005, and assigned document number L05000023379. Such Amendment is made and to be filed with the appropriate office of the State of Florida, Department of State, pursuant to Section 608.411, Florida Statutes.

1. Article 4 is hereby deleted in its entirety and in its place is substituted the following new Article 4:

4. Management of the limited liability company shall be reserved to its members.

2. Except as expressly modified hereby, the Articles of Organization of the Company shall be and remain in full force and effect.

3. This amendment has been approved by the sole member of the Company, which action is sufficient under Section 608, Florida Statutes, for such amendments to be effective.

4. This amendment shall be effective as of the date of filing with the Florida Secretary of State, Division of Corporations.

EXECUTED at Miami, Florida, on the 21st day of April, 2005.

By:

Denny St. Romain
Denny St. Romain, Authorized
Representative

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