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Division of Corporations

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LIMITED LIABILITY AMENDMENT
CITY CENTER INVESTMENTS BAYLISS, LLC

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Glenda E. Hood
Secretary of State

June 27, 2005

CITY CENTER INVESTMENTS BAYLISS, LLC
407 LINCOLN ROAD, SUITE 12 J
MIAMI BEACH, FL 33139

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION OF
CITY CENTER INVESTMENTS BAYLIS, LLC,
a Florida limited liability company**

Pursuant to Section 603.411, Florida Statutes, Article IV is hereby added to the Articles of Organization of City Center Investments Baylis, LLC, a Florida limited liability company, filed on June 7, 2005, hereinafter referred to as the "Company", to read as follows:

ARTICLE IV - Management of the Company

The Members hereby appoints City Center Investments Baylis Developers, LLC, as the initial Manager who shall continue to serve as the sole Manager until its resignation or earlier removal under the Operating Agreement of the Company. The Manager is hereby granted the right, power, and authority to do on behalf of the Company all things which are necessary or appropriate to manage the Company's affairs and fulfill the purposes of the Company. Any and all persons dealing with the Company shall have the right to rely upon the actions of the Manager to bind the Company by its actions or signature and the Manager need not obtain any written consent or permission from the Members to so bind the Company.

The foregoing Amendment to the Articles of Organization of the Company was proposed and unanimously approved by the Members on June 22, 2005.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment, this June 22, 2005.

**CITY CENTER INVESTMENTS BAYLIS, LLC,
a Florida limited liability company**

Laura Seiden Member

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