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From:

Angelica M. Chirn
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
Phone : (305) 374-5600
Fax Number : (305) 374-5095

MR. HODGE

105-56420

LIMITED LIABILITY AMENDMENT

CITY CENTER INVESTMENTS BAYLISS DEVELOPERS, LLC

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

Pursuant to Section 602.411, Florida Statutes, Article IV is hereby added to the Articles of Organization of City Center Investments Bayliss Developers, LLC, a Florida limited liability company, hereinafter referred to as the "Company", to read as follows:

ARTICLE IV - Management of the Company

The Members hereby appoint Ryan Freedman and Laurin Seiden with address at 407 Lincoln Road, Suite 12 J, Miami Beach, FL 33139 as the Managers until their resignation or earlier removal under the Operating Agreement of the Company. The Managers are 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 Managers to bind the Company by their actions or signatures and the Managers 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 BAYLISS
DEVELOPERS, LLC,
a Florida limited liability company**


Laurin Seiden Member

(M2272793;1)
M229410;1

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