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WATERSEEDGE 148, LLC

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**CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION
OF
WATERSEDGE 148, LLC, a Florida limited liability company**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, the undersigned Company adopts the following Certificate of Amendment to its Articles of Organization:

1. The name of the limited liability company is WATERSEDGE 148, LLC (the "Company").
2. The Articles of Organization were filed on October 21, 2005 and assigned document number L05000104215.
3. The Amendments to the Articles of Organization set forth below were adopted by all of the Managers of the Company.
4. The Company's Articles of Organization are hereby amended as follows:

Article 4 of the Company's Articles of Organization is deleted and replaced with the following new Article 4:

The Company is to be managed by a manager and the name and address of such manager is:


PB Watersedge, LLC
14160 Palmetto Frontage Road, Suite 21
Miami Lakes, Florida 33016

5. Except as hereby amended, the Articles of Organization of the Company shall remain the same.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of the date hereinabove set forth.

COMPANY:

PB WATERSEDGE, LLC

By:  Martin Caparros Jr., Managing Member

This instrument prepared by:
L. Robert Elias, Esquire
Baxter & Elias, LLP
15500 New Barn Road, Suite 104
Miami Lakes, FL 33014
(Florida Bar No. 0936480)
305-823-2300

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