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THOMPSON JV, LLC

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September 13, 2006

## FAX COVER SHEET

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To: Division of Corporations

From: Mirna Hornechea, Paralegal

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Message:

Dear Sir or Madam:

Please file the attached Amendment to the Articles of Organization of Thompson JV, LLC.

Should you have any questions or concerns, do not hesitate to contact me.

Thank you for your assistance in this matter.

Mirna Hornechea  
Paralegal

Enclosures

{Transactional\0110\08ZZ\~VER4\M0287183 v.4; 9/11/2006 01:15 PM}

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**ARTICLES OF AMENDMENT TO  
ARTICLES OF ORGANIZATION OF  
THOMPSON JV, LLC**

Pursuant to the provisions of Section 608.411(1), Florida Statutes, the undersigned Authorized Representative hereby files these Articles of Amendment to the Articles of Organization of Thompson JV, LLC (the "Company") attached hereto.

**FIRST:** The Articles of Organization were filed on November 8, 2005, and assigned document number L05000108448.

**SECOND:** The Articles of Organization are hereby amended as follows:

**ARTICLE II**

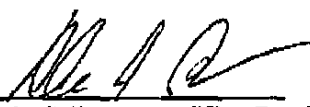
The street address and mailing address of the Company is: 450 NE. 32<sup>nd</sup> Street, Miami, Florida 33137.

**ARTICLE IV**

The name and address of the Registered Agent is: Miami Center Registered Agents, LLC, 201 S. Biscayne Boulevard, Suite 1700, Miami, Florida 33131.

Having been named as registered agent and to accept service of process for the above state limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

**EFFECTIVE DATE**  
09/13/06

By:   
Dale S. Bergman, Vice President

**ARTICLE V**

The name and the address of the Managing Member/Member is: Frostproof Developers JV, LLC - 450 N.E. 32<sup>nd</sup> Street, Miami, Florida 33137.

**THIRD:** The effective date of this Amendment is September 13, 2006.

**IN WITNESS WHEREOF**, the undersigned Authorized Representative has executed the Articles of Amendment this 13<sup>th</sup> day of September 2006.

  
Dale S. Bergman, Authorized Representative

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