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LIMITED LIABILITY AMENDMENT

JMB III LAND CAPITAL, LLC

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DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: JMB III Land Capital, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sarah K. Willey, Esq.
(Name of Person)

Donovan Hatem LLP
(Firm/Company)

Two Seaport Lane
(Address)

Boston, MA 02210
(City/State and Zip Code)

For further information concerning this matter, please call:

Sarah K. Willey at (617) 406-4572
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

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Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

JMB III Land Capital, LLC

(Present Name)
(A Florida Limited Liability Company)

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TALLAHASSEE, FLORIDA

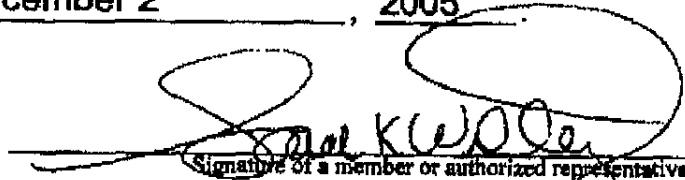
FIRST: The Articles of Organization were filed on December 1, 2005 and assigned document number 105000115809.

SECOND: This amendment is submitted to amend the following:

Article I--Name: The name of the Limited Liability Company is:

JMP III Land Capital, LLC

Dated December 2, 2005



Signature of a member or authorized representative of a member

Sarah K. Willey, Authorized Representative
Typed or printed name of signer

Filing Fee: \$25.00