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HERONS COVE APARTMENTS, LLC

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF  
HERONS COVE APARTMENTS, LLC**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, **HERONS COVE APARTMENTS, LLC** adopts the following Articles of Amendment to its Articles of Organization:

**FIRST:** The name of the limited liability company is **HERONS COVE APARTMENTS, LLC** (the "Company").

**SECOND:** The Articles of Organization of the Company were filed with the Florida Department of State on January 17, 2006, under Document Number L06000005892.

**THIRD:** The following amendment to the Articles of Organization was adopted by the Company:

**ARTICLE I - NAME**


The name of the Company shall be **BELLAGIO APARTMENTS LLC**.

Dated this 24<sup>th</sup> day of June, 2008.

**BELLAGIO APARTMENTS HOLDINGS LLC**  
a Florida limited liability company

By: **GPR McKinley Manager, LLC**, a  
Michigan limited liability company

By: **McKinley Associates, Inc.**,  
a Michigan Corporation, its Manager

By:   
**Lealie Lynn Smith**,  
Vice President

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