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FROM: AKERMAN, SENTERFITT & EIDSON, P.A.

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PENINSULA/BGE JOINT VENTURE, LLC

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SECTION 608.411(2)
TALLahassee, FLORIDA

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
PENINSULA / BGE JOINT VENTURE, LLC**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, as amended (the "Act"), **PENINSULA / BGE JOINT VENTURE, LLC**, a Florida limited liability company, adopts the following Articles of Amendment to its Articles of Organization:

- I. The name of the limited liability company is: **PENINSULA / BGE JOINT VENTURE, LLC**
- II. The filing date of the Articles of Organization of the limited liability company was **February 3, 2006**.
- III. The Articles of Organization of the limited liability company shall be amended as follows:

1. Article V of the Articles of Organization of the limited liability company is hereby deleted in its entirety and restated as follows:

**"ARTICLE V: - Manager(s) or Managing Member(s):
The name and address of the sole Managing Member is as follows:**

MGRM	Peninsula MLK II, LLC 555 N.E. 15th Street, Suite 213 Miami, Florida, 33132"
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- IV. Except as hereby amended, the Articles of Organization of the limited liability company shall remain the same.
- V. In accordance with Section 608.411(2) of the Act, these Articles of Amendment to the Articles of Organization shall be effective upon its filing with the Florida Department of State.
- VI. The foregoing Articles of Amendment to the Articles of Organization was proposed and approved by a majority vote of the members of the limited liability company on April 26, 2006 in accordance with its limited liability company operating agreement.

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IN WITNESS WHEREOF, the undersigned, being the sole Managing Member of the limited liability company, has executed the foregoing Articles of Amendment to the Articles of Organization as of this 26th day of April, 2006.

PENINSULA DEVELOPERS, INC

By: 

Oris Pitts, Jr., its President

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CLERK OF THE CIRCUIT COURT
TALLAHASSEE, FLORIDA

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