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From: Angelica M. Chiru
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
Phone : (305)374-5600
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7764 FISHER ISLAND LLC

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION OF
7764 FISHER ISLAND LLC,
a Florida limited liability company**

Pursuant to Section 608.411, Florida Statutes, Article I of the Articles of Organization of **7764 FISHER ISLAND LLC**, a Florida limited liability company filed on April 7, 2006, under Document # L06000037114, hereinafter referred to as the "Company", is amended to read as follows:

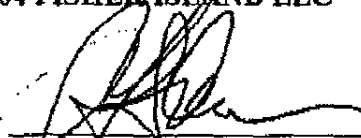
ARTICLE I Name

The name of the Company is **Luxury Beach Properties, LLC**.

The foregoing amendment to the Articles of Organization of the Company was proposed and unanimously approved by the sole Member of the Company on February 7, 2007.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this February 7, 2007.

7764 FISHER ISLAND LLC

By 

Richard Schanerman, Authorized Person
as Trustee of the Luxury Beach Properties Trust,
formerly known as the 7764 Fisher Island Trust,
Manager of the Company

(M2511672;1)
M1539636;1

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