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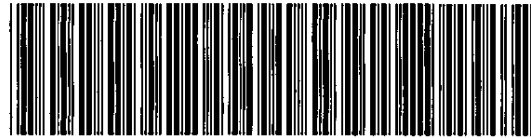
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. SOUTH FLAGLER GROUP, LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SOUTH FLAGLER GROUP, LLC**

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Pursuant to the provisions of section 621, Florida Statutes, this Florida limited liability company adopts the following articles of amendment to its articles of organization:

FIRST: Amendment adopted: CHANGE OF ARTICLE VI

Pursuant to Article VI of the Articles of Organization, the members shall now consist of the following persons:

Name

Gallardo Conversions Corp.
2850 Douglas Road
Suite 400
Coral Gables, FL 33134

Aleida Fontao
2850 Douglas Road
Suite 200
Coral Gables, FL 33134

SECOND: The date of the amendment's adoption: June 5, 2007.

Resting Articles of Organization remain unaltered.

FORTH: The amendment adopted was approved by the members. The number of votes cast for the amendment were sufficient for approval.

Signed this 5th day of June, 2007

Signature


Authorized Representative

Printed name

Hector Hernandez, President of Gallardo Conversions Corp.