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MADISON BEACH HOTEL, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
FOR
MADISON BEACH HOTEL, LLC

The undersigned, desiring to amend the Articles of Organization for MADISON BEACH HOTEL, LLC, a Florida limited liability company, under and pursuant to Chapter 605, *Florida Statutes*, does hereby adopt the following Articles of Amendment to the Articles of Organization for such company:

1. The Articles of Organization for MADISON BEACH HOTEL, LLC were filed on September 7, 2006 and assigned document number L06000087959.

2. The following amendment to the Articles of Organization was adopted by the limited liability company: Article IV is hereby deleted in its entirety and replaced with the following:

ARTICLE IV. MANAGEMENT

This Company shall be a manager-managed limited liability company. The initial Manager shall be Scott Duques with an address of 25 Barry Avenue, Ridgefield, CT 06877.

3. The following amendment to the Articles of Organization was adopted by the limited liability company: A new Article V is hereby added and shall read as follows:

ARTICLE V. OWNERSHIP UNITS

This Company is authorized to issue a total of TEN THOUSAND (10,000) units in the following amounts with respect to voting and non-voting rights (with such voting and non-voting rights to be described in detail in the Operating Agreement for the Company):

A. 100 Voting Units; and

B. 9,900 Non-Voting Units, except to the extent non-voting is prohibited by *Florida Statutes*.

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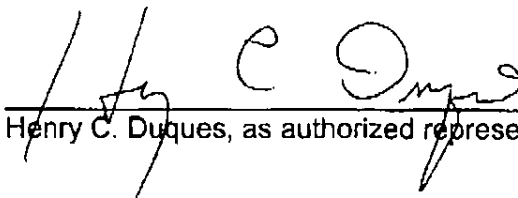
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4. Pursuant to *Florida Statutes*, the foregoing Amendment (new Article V) shall be implemented based on the following: (i) since formation of the Company, one hundred percent (100%) ownership of the Company has been memorialized and certificated in the form of fifty (50) units; and (ii) each Member holding such initially authorized and issued units shall receive in exchange for each such unit a total of one hundred and ninety-eight (198) Non-Voting Units and two (2) Voting Units.

5. The foregoing amendments were adopted on December 15th, 2023 by all of the Members of the Company by a unanimous Action by Written Consent in lieu of a meeting of the Members as permitted by *Florida Statutes*, such vote being sufficient for approval.

6. All other terms and provisions of the Articles of Organization, as amended, that were filed with the Secretary of State under document number L06000087959 shall remain unchanged.

These Articles of Amendment to the Articles of Organization are executed this 15th day of December, 2023 and are effective upon filing with the Secretary of State of the State of Florida.


Henry C. Duques, as authorized representative

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