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MARBELLA POINTE PHASE I MANAGERS, L.L.C.

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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION
OF
MARBELLA POINTE PHASE I MANAGERS, L.L.C.

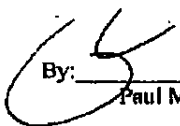
The undersigned, as Manager of Marbella Pointe Phase I Managers, L.L.C., a Florida limited liability company (the "Company"), desiring to amend the Articles of Organization of the Company pursuant to the terms of Chapter 608, Florida Statutes, the Florida Limited Liability Company Act (the "Act"), states as follows:

1. The current name of the Company is MARBELLA POINTE PHASE I MANAGERS, L.L.C.
2. The date of filing of the original Articles of Organization of the Company was November 30, 2006.
3. The Articles of Organization of the Company are amended by deleting Article I entitled "Name" in its entirety and inserting the following section in its place and stead:

The name of the limited liability company is FL CAPITAL HOLDINGS MARBELLA POINTE, L.L.C. (the "Company").

4. This amendment to the Articles of Organization of the Company was approved by the unanimous consent of all of the managers.

IN WITNESS WHEREOF, the undersigned have executed this Amendment this 1st day of February, 2007.

By: 
Paul M. Missigman, Manager

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