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COVER LETTER

SUBJECT: The Villas at Carver Park GP LLC (Name of Limited Liability Company)
The enclosed Articles of Amendment and fee(s) are submitted for filing.
Please return all correspondence concerning this matter to the following:
Payl R. Waters, Esq. (Name of Person)
4300 Marsh Landing Blud. Saile 101
Jacksonville Beach FL 3250
(Address) CAddress) CACT CA
(City/State and Zip Code)
For further information concerning this matter, please call:
Mame of Person) at (904 694-117 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2
Enclosed is a check for the following amount:
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MAILING ADDRESS:

Registration Section Division of Corporations

TO:

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION OF THE VILLAS AT CARVER PARK GP, LLC

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act
The Villas at Carver Park GP, LLC, a Florida limited liability company (the "Company") adopts the
following Articles of Amendment to its Articles of Organization.

ARTICLE 1.

NAME

The name of the limited liability company is The Villas at Carver Park GP, LLC, a Florida limited liability company (the "Company").

ARTICLE 2. HISTORY

The Articles of Organization of the Company were filed with the Department of State of Florida on April 05, 2007.

ARTICLE 3. <u>AMENDMENT</u>

Article V of the Company's Articles of Organization is deleted in its entircty and the following is substituted in its stead:

Article V: The Company is to be a member managed company.

ARTICLE 4. AMENDMENTS

These Articles of Amendment to the Articles Organization of the Company shall be effective upon filing with the Department of State for the State of Florida and have been adopted by the members.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Amendment to the Articles of Organization for the foregoing uses and purposes this 9th day of October, 2007.

The Villas at Carver Park GP, LLC, a Florida limited liability company

By: Finlay GP Holdings, Ltd., a Florida limited partnership, its sole member

By: Finlay Holdings, Inc., a Florida corporation, its

general partner

By:

Christopher C. Finlay, President

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