

Division of Corporations

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CLIFTON HOTEL, LLC

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Electronic Filing Menu

Corporate Filing Menu

Help

H07000212581 3

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
CLIFTON HOTEL, LLC**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, **CLIFTON HOTEL, LLC** adopts the following Articles of Amendment to its Articles of Organization:

FIRST: The name of the limited liability company is **CLIFTON HOTEL, LLC** (the "Company").

SECOND: The Articles of Organization of the Company were filed with the Florida Department of State on June 8, 2007, under Document Number L07000060715.

THIRD: The following amendment to the Articles of Organization was adopted by the Company:

ARTICLE IV. MANAGEMENT

The Company is to be managed by its managers and is, therefore, a manager-managed company. The managing members of the company are as follows:

Brian Scheinblum 1433 Collins Avenue
Miami Beach, Florida 33139

Michael Sabet 1433 Collins Avenue
Miami Beach, Florida 33139

Dated this 23 day of August, 2007.



Brian Scheinblum, Managing Member



Michael Sabet, Managing Member

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