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EXAMINER 4/1/2008 Broad and Cassel

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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION

PAGE 2/2

OF

BFC ST. CLOUD, LLC

The undersigned, as the Member of BFC ST. CLOUD, LLC, a Florida limited liability company (the "Company"), desiring to amend the Articles of Organization of the Company pursuant to Section 608.411 of the Florida Limited Liability Company Act (the "Act"), states as follows:

The current name of the Company is BFC ST. CLOUD, LLC. .1.

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The date of filing of the original Articles of Organization of the Company was 2. January 2, 2008, with document number L0800000226.

The Articles of Organization of the Company are amended by deleting Arta in 3. APR -1 its entirety and inserting the following section in its place:

"ARTICLE I - Name:

The name of the limited liability company is BFC NEPTUNE, LLC (the "Company")."

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Organization as of the 315 day of March, 2008.

BFC INVESTMENT CORP.

By: Battaglia, President

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