

Division of Corporations

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
FLAGLER SHOPPING CENTER HOLDINGS, LLC**

FILED
2012 FEB 22 AM 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

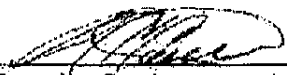
- FIRST:** The name of the Limited Liability Company is FLAGLER SHOPPING CENTER HOLDINGS, LLC (the "Company").
- SECOND:** The Articles of Organization for this Limited Liability Company were filed on January 10, 2012, and assigned Florida document number L12000004636.
- THIRD:** This Amendment to the Articles of Organization is submitted to amend Article III of the Company's Articles of Organization, which is hereby deleted and replaced by a new Article III, as follows:

ARTICLE III – Management

The Company shall be managed by its member, as set forth in the Company's Operating Agreement, and is therefore a member-managed company.

- FOURTH:** Except as hereby amended, the Articles of Organization of the Company shall remain the same.
- FIFTH:** The effective date of this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Organization as of this 22nd day of February 2012.


Lourdes Cambo
Authorized Representative

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