

L13000001277

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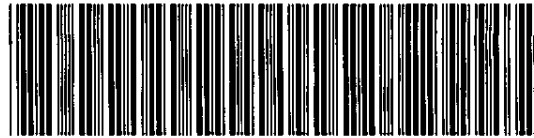
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SEP 11 2013

J. BRYAN

**ARTICLES OF AMENDMENT OF  
ARTICLES OF ORGANIZATION  
JC PENNY REALTY LLC**

The Articles of Organization of **JC Penny Realty LLC** were filed on **January 3, 2013**, and were assigned document number **L13000001277**.

The following Amendments of the Articles of Organization were adopted by all of the members of the Company:

**Article V** is amended to provide that the names and addresses of the Managing Members are:

**MGRM**  
**Jon R. Penny**  
**8701 Irlo Bronson Memorial Highway**  
**Suite 200**  
**Kissimmee, FL 34747**

**MGRM**  
**Debra A. Penny**  
**8701 Irlo Bronson Memorial Highway**  
**Suite 200**  
**Kissimmee, FL 34747**

IN WITNESS WHEREOF, the foregoing Articles of Amendment are signed by the below-named Members on behalf of the Company as of the 1st day of September, 2013.

JON R. PENNY

DEBRA A. PENNY

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