

Division of Corporations

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**L1300081611**

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF  
HERITAGE III HOLDINGS, LLC

1. The Name of the limited liability company is: Heritage III Holdings, LLC (the "Company").
2. The date of filing of the Articles of Organization of the Company was June 5, 2013 and assigned document number L13000081611.
3. The Company amends its Articles of Organization by amending Article V to clarify that the management of the Company is managed by a Board of Managers. Accordingly, Article V is deleted in its entirety and the following is substituted therefore:

The Company will be managed by a Board of Managers. The names and street addresses of the Board of Managers are:

Christian Allen	3721 Dupont Station Court South Jacksonville, Florida 32217
Kyle Passkiewicz	3721 Dupont Station Court South Jacksonville, Florida 32217
Cool-de-sac, LLC	13361 Atlantic Boulevard Jacksonville, Florida 32225
Steven M. Ralys	654 Ocean Boulevard Atlantic Beach, Florida 32233

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4. Except as amended hereby, the Articles of Organization shall remain in full force and effect.

These Articles of Amendment to the Articles of Organization were approved by the Members and the Board of Managers of the Company on September 12, 2014. The number of votes cast in favor of this Amendment was sufficient for approval.

The undersigned, being the President of the Company, hereby submits this Amendment on behalf of the Company.

Dated: September 12, 2014

By: 

Christian A. Allen, President