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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BAINBRIDGE YBOR CITY MEMBER ASSOCIATES, LLC**

(DOCUMENT NO. L15000091764)

Pursuant to the provisions of Section 605.0202, Florida Statutes, Bainbridge Ybor City Member Associates, LLC, a Florida limited liability company (the "Company"), adopts the following Articles of Amendment to its Articles of Organization:

FIRST: Article IV of the Company's Articles of Organization has been amended to read as follows:

"The limited liability company shall be manager-managed. The manager is Bainbridge Companies, LLC, 12765 W. Forest Hill Blvd., Suite 1307, Wellington, Florida 33414."

SECOND: The Company's Articles of Organization were filed on May 26, 2015.

THIRD: The foregoing amendment was adopted on June 16, 2015.

IN WITNESS WHEREOF, the Company has caused these Articles of Amendment to be signed by its undersigned Manager as of June 16, 2015.

Bainbridge Ybor City Member Associates, LLC,
a Florida limited liability company

By: Bainbridge Manager, LLC, its Manager

By:


Thomas Keady, Vice President

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