

2/21/2018

Division of Corporations

**L180000590583**

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CERTUS TWO OPCO LLC**

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**AMENDMENT TO  
ARTICLES OF ORGANIZATION  
OF  
CERTUS TWO OPCO LLC**

The original Articles of Organization of CERTUS TWO OPCO LLC (the "Company") were filed on January 10, 2018. The undersigned Manager of CERTUS TWO OPCO LLC does hereby certify that the sole Member and the sole Manager of the Company approved by Joint Unanimous Written Consent, effective February 21 2018, the amendment to and restatement of Article V of the Articles of Organization of the Company as set out herein, and in compliance with, and pursuant to, the Florida Revised Limited Liability Company Act, Chapter 605, Section 605.0202 of the Florida Statutes and the Articles of Organization and Operating Agreement of the Company, so that it shall read as follows:

**ARTICLE V - MANAGEMENT AND AUTHORITY**

The Company shall be a manager-managed company. Pursuant to Section 605.04074, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

The following individual shall serve as a manager of the Company until his successor is appointed or elected and qualified pursuant to the applicable conditions, provisions and terms of the Company's Operating Agreement, or until the earlier of such manager's death, removal or resignation:

CERTUS SENIOR OPCO LLC  
1400 Poinsettia Avenue  
Orlando, Florida 32804

IN WITNESS WHEREOF, the undersigned Manager of the Company has executed this Amendment to the Articles of Organization this 21 day of February, 2018.

**MANAGER:**

CERTUS SENIOR OPCO LLC, a Florida limited liability company

By: CERTUS SENIOR LIVING LLC, a Florida limited liability company, its Manager

By:

  
Troy M. Cox, Manager

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