

L96000000846



ACCOUNT NO. : 072100000032

REFERENCE : 337206 81686A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 21, 1997

ORDER TIME : 9:43 AM

ORDER NO. : 337206-005

CUSTOMER NO: 81686A

CUSTOMER: Edgar Lewis, Esq  
Keith Mack Lewis Cohen &  
20th Floor  
200 South Biscayne Boulevard  
Miami, FL 33131

500002153915--5  
-04/24/97-01085-010  
\*\*\*\*105.00 \*\*\*\*105.00

DOMESTIC AMENDMENT FILING

NAME: HILLTOP VILLAGE, L.C.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

D.K.  
per  
S.P.

FILED  
97 APR 21 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
97 APR 21 AM 11:27  
DIVISION OF CORPORATIONS

4/21  
Jon  
Amend  
CC

**SECOND AMENDMENT TO  
ARTICLES OF ORGANIZATION**

**OF**

**HILLTOP VILLAGE, L.C.,  
a limited liability company**

**FILED**

**97 APR 21 PM 1:48**

**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

Each undersigned individual, being all of the Members of HILLTOP VILLAGE, L.C., a Florida limited liability company (the "Company"), hereby approves the following second amendment to the Articles of Organization of the Company filed with the Secretary of State on August 7, 1996 under Document Number L96000000846, and Amendment dated December 30, 1996. This second amendment is executed as of the date below each member's signature and shall be effective as of the date of the filing of the same with the Secretary of State of the State of Florida.

1. **ARTICLE VII** of the Articles of Organization of the Company are hereby amended to delete ROBERT E. SPIELMAN, as trustee of the Robert E. Spielman Living Revocable Trust u/d/d 05/02/96, as a member of the Company and to add EQUITY CAPITAL HOLDINGS II, LTD., a Florida limited partnership, in his place and stead as an additional member. In addition, this second amendment confirms that EQUITYLINE FINANCIAL GROUP, INC., a Florida corporation, shall be the sole Managing Member and shall have all power and authority previously vested in it and in Equity Capital Holdings II, Ltd., and shall have the right to exercise such power and authority without joinder or authority from any other member of the Company.

IN WITNESS WHEREOF, each member has hereunto executed this Second Amendment to the Articles of Organization this 18th day of April, 1997, at Miami, Florida.

**EQUITYLINE FINANCIAL GROUP, INC., a  
Florida corporation, the managing member**

By:

  
Robert E. Spielman, President

**EQUITY CAPITAL HOLDINGS, II, LTD.,**  
a Florida limited partnership, a member

By: \_\_\_\_\_

Robert E. Spielman, General Partner

STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of April, 1997, by Robert E. Spielman, as President of EQUITYLINE FINANCIAL GROUP, INC., a Florida corporation, on behalf of the corporation. He is (check one) ☒ personally known to me or \_\_\_\_\_ has produced a \_\_\_\_\_ as identification.

\_\_\_\_\_  
(Signature of Person Taking Acknowledgment)



\_\_\_\_\_  
(Name of Acknowledger Typed, Printed or Stamped)  
\_\_\_\_\_  
(Title or Rank)  
\_\_\_\_\_  
(Serial Number, if any)

Notary Public, State of Florida  
My Commission Expires:

STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of April, 1997, by Robert E. Spielman, as General Partner of EQUITY CAPITAL HOLDINGS, II, LTD., a Florida limited partnership, on behalf of the partnership. He is (check one) ☒ personally known to me or \_\_\_\_\_ has produced a \_\_\_\_\_ as identification.

\_\_\_\_\_  
(Signature of Person Taking Acknowledgment)



\_\_\_\_\_  
(Name of Acknowledger Typed, Printed or Stamped)  
\_\_\_\_\_  
(Title or Rank)  
\_\_\_\_\_  
(Serial Number, if any)

Notary Public, State of Florida  
My Commission Expires: