

Feb. 26, 2002 5:29PM as

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Account Number : 076103002011  
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LIMITED LIABILITY AMENDMENT

THE MIAMI BEACH CLUB, L.C.

Certificate of Status	1
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Page Count	02
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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
THE MIAMI BEACH CLUB, L.C.**

The undersigned, being authorized to execute and file these Amended and Restated Articles of Organization pursuant to Section 608.411, Florida Statutes, hereby certifies that:

**FIRST:** The Miami Beach Club, L.C. (the "Company") was originally formed under the laws of the State of Florida on May 28, 1998.

**SECOND:** The Articles of Organization of the Company shall be amended and restated to read in full as follows:

**ARTICLE I - Name**

The name of the Company is **The Miami Beach Club, L.C.**

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Company is:

18305 Biscayne Blvd., Suite 402  
Aventura, Florida 33160

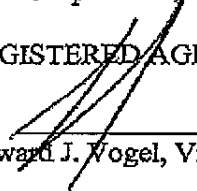
**ARTICLE III - Registered Agent/Office**

The name and Florida street address of the registered agent of the Company is:

Registered Agents of Florida, LLC  
100 Southeast 2<sup>nd</sup> Street, Suite 3500  
Miami, Florida 33131

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.*

REGISTERED AGENTS OF FLORIDA, LLC

By:   
Howard J. Vogel, Vice President

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**ARTICLE IV**

The Company will be manager-managed and the sole manager of the Company is Apartments and Land Management, LLC, a Florida limited liability company.

The undersigned sole manager has executed these Articles of Organization this 26<sup>th</sup> day of February 2002.

APARTMENTS AND LAND MANAGEMENT, LLC, a Florida limited liability company

By:   
Gabriella Hale, manager

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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