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DIVISION OF CORPORATION

**LIMITED LIABILITY AMENDMENT**

**ATLANTIC STAR APARTMENTS, L.C.**

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
ATLANTIC STAR APARTMENTS, 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 limited liability company filed its Articles of Organization with the Secretary of State of the State of Florida on May 28, 1998 under the name Atlantic Star Apartments, L.C.

**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 Atlantic Star Apartments, L.C.

**ARTICLE II - Address**

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

18851 NE. 29<sup>th</sup> Avenue, Suite 901  
Aventura, Florida 33180

**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 2900  
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:   
Shamira Klein, 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.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned sole manager has executed these Articles of Organization this 1<sup>st</sup> day of December 2004.

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

By: J. P. Rein  
Jean Pierre Rein, 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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