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LIMITED LIABILITY AMENDMENT

FLORIDA NEIGHBORHOOD CENTERS, LLC.

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 10, 1998

FLORIDA NEIGHBORHOOD CENTERS, LLC.
701 BRICKELL AVENUE, SUITE 3000
MIAMI, FL 33131

SUBJECT: FLORIDA NEIGHBORHOOD CENTERS, LLC.
REF: L98000001343

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TO: DIVISION OF CORPORATIONS

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FROM: HOLLAND & KNIGHT OF MIAMI
CONTACT: STEVEN H HAGEN
PHONE: (305) 374-8500

ACCT#: 072203000603

FAX #: (305) 789-7799

NAME: FLORIDA NEIGHBORHOOD CENTERS, LLC.
AUDIT NUMBER.....H98000022909
DOC TYPE.....BASIC AMENDMENT
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re-deposited
into our
account.*

*Our records
show this
money has
already
been*

deducted
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**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
FLORIDA NEIGHBORHOOD CENTERS LLC**

Pursuant to the provisions of Section 608.411 of the Florida Statutes, **FLORIDA NEIGHBORHOOD CENTERS LLC**, a Florida limited liability company (hereinafter, the "Limited Liability Company") adopts the following Certificate of Amendment to its Articles of Organization:

FIRST: The name of the Limited Liability Company is: **FLORIDA NEIGHBORHOOD CENTERS LLC.**

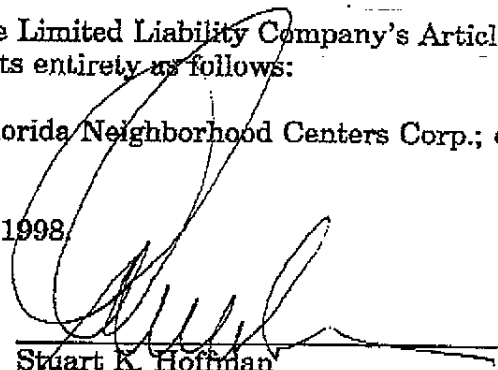
SECOND: The date of filing of the Articles of Organization was August 5, 1998.

THIRD: The following amendment to the Articles of Organization was adopted by the all of the members and sole manager of the Limited Liability Company on December 8, 1998.

FOURTH: Article IX, Section I of the Limited Liability Company's Articles of Organization is hereby amended to read in its entirety as follows:

"I. elect a successor Manager to Florida Neighborhood Centers Corp.; or"

Signed and dated this 8th day of December, 1998.


Stuart K. Hoffman

Duly Authorized Representative of a
Member

MIA4-669108

THIS INSTRUMENT WAS PREPARED BY:

Stuart K. Hoffman, Esq.
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Holland & Knight LLP
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Suite 3000
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