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LIMITED LIABILITY AMENDMENT

PENNSYLVANIA PLACE, L.C.

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**PENNSYLVANIA PLACE, L.C.**

**AMENDMENT TO ARTICLES OF ORGANIZATION**

Pursuant to Section 608.411, Florida Statutes, **PENNSYLVANIA PLACE, L.C.**, a Florida limited liability company (the "Company"), hereby adopts the following Amendment to the Articles of Organization (as originally filed on August 21, 1998):

1. Article 4 of the Company's Articles of Organization is hereby amended in its entirety to read as follows:

4. The limited liability company is to be managed by a manager or managers who shall be elected in the manner prescribed by the regulations of the limited liability company. The name and address of the manager who is to serve as manager until the first annual meeting of members or until its successor is elected and qualifies are:

Smart Finance, Inc.  
3100 Clay Avenue, Suite 275  
Orlando, Florida 32804

2. The aforesaid Amendment to the Articles of Organization of **PENNSYLVANIA PLACE, L.C.**, was adopted and approved by an action by written consent of the members of the Company on December 17, 1998, with each member of the Company voting in favor of such Amendment.

**IN WITNESS WHEREOF**, the undersigned member of the Company has executed this Amendment to the Articles of Organization on this 17th day of December, 1998.

**PENNSYLVANIA PLACE, L.C.**, a Florida limited liability company

By: Stuart Kramer a member  
Name: STUART KRAMER

Prepared by: John A. Sanders, Esq.  
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