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Florida Department of State

Division of Corporations

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LIMITED LIABILITY AMENDMENT

EL MADRID APARTMENTS, L.C.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$60.00

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
EL MADRID APARMENTS, 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: El Madrid Apartments, L.C. (the "Company") was originally formed under the laws of the State of Florida on January 29, 1999 and filed an Amendment to the Articles of Organization on March 15, 1999.

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

ARTICLE I - Name

The name of the Company is El Madrid Apartments, L.C.

ARTICLE II - Address

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

1688 Meridian Avenue, Suite 506
Miami Beach, Florida 33139

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 2nd 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 initial sole manager of the Company is Gabor Rado.

The undersigned sole manager has executed these Articles of Organization this 29th day of November 2001.



Gabor Rado, 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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