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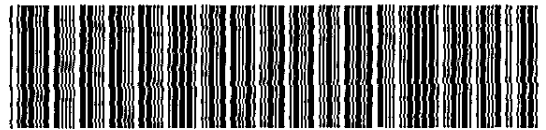
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. FL Grande L.L.C

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment *LLC*
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

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SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: FL GRANDE L.L.C.
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: January 6, 2006

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? N/A
5. New name of the limited liability company: N/A
6. If the amendment changes the period of duration, indicate new period of duration: N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: See attached
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized. N/A

J. Donald Wasil
Signature of a member or the authorized representative of a member

J. Donald Wasil, Authorized Representative

Typed or printed name of signee

Filing Fee: \$25.00

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT
TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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LINE 8:

ARTICLE III of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida of FL GRANDE L.L.C. should be revised to read as follows:

"Federal Employer Identification Number

The Federal Employer Identification Number of the foreign limited liability company is as follows: 20-4124636"

ARTICLE IX of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida of FL GRANDE L.L.C. should be revised to read as follows:

"NAME AND ADDRESS OF MANAGERS

The name and usual business address of the managers of the foreign limited liability company are as follows:

Jonathan D. Gray
c/o Robert Rubenstein
Assistant General Counsel
LXR Luxury Resorts
595 S. Federal Highway
Suite 600
Boca Raton, FL 33432

Gary M. Sumers
c/o Robert Rubenstein
Assistant General Counsel
LXR Luxury Resorts
595 S. Federal Highway
Suite 600
Boca Raton, FL 33432

William J. Stein
c/o Robert Rubenstein
Assistant General Counsel
LXR Luxury Resorts
595 S. Federal Highway
Suite 600
Boca Raton, FL 33432

Dennis J. McDonagh
c/o Robert Rubenstein
Assistant General Counsel
LXR Luxury Resorts
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Suite 600
Boca Raton, FL 33432

Kenneth A. Caplan
c/o Robert Rubenstein
Assistant General Counsel
LXR Luxury Resorts
595 S. Federal Highway
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Boca Raton, FL 33432

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