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**ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LEVITT CORPORATION**

The Amended and Restated Articles of Incorporation of LEVITT CORPORATION, a Florida corporation (the "Corporation"), are hereby amended pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act and such amendment is set forth as follows:

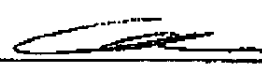
1. Article I is hereby deleted in its entirety and replaced with the following:

ARTICLE I — NAME AND ADDRESS

The name of this Corporation is Woodbridge Holdings Corporation. The address of the principal office and the mailing address of this Corporation is 2100 West Cypress Creek Road, Fort Lauderdale, Florida 33309.

The undersigned hereby certifies that the foregoing amendment was duly adopted and approved by the board of directors of the Corporation and by the holders of the Corporation's Class A Common Stock and Class B Common Stock, voting together as one group, on May 20, 2008, and that the number of votes cast for the foregoing amendment by such voting group was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of May 20, 2008.



Alan B. Levan,
Chairman of the Board and Chief
Executive Officer

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