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ADDISON PARK MANAGER, INC.**

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ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ADDISON PARK MANAGER, INC.

Pursuant to Section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment to its Articles of Incorporation:

1. Article III is amended to read as follows:

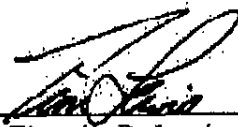
ARTICLE III - PURPOSE

This Corporation is organized for the sole purpose of serving as the sole manager of, and holding a 0.5% membership interest in, Addison Park of Boca Raton, LLC, a Florida limited liability company (the "Borrower"), for so long as the mortgage loan (the "Loan") held by UBS Real Estate Securities, Inc., or its successors or assigns (the "Lender") made to the Borrower remains outstanding. The Corporation shall be prohibited from incurring indebtedness of any kind except in its capacity as the sole manager of, and holder of a 0.5% membership interest in, the Borrower for the mortgage loan and other indebtedness incurred in favor of the Lender and trade payables in the ordinary course of business.

2. The foregoing amendment was unanimously approved by the Shareholders and the Board of Directors of the Corporation and adopted on the 27th day of July, 2011.

IN WITNESS WHEREOF, the undersigned corporate officer has executed these Articles of Amendment of Articles of Incorporation on the date of signing.

Date: July 27, 2011


By: Timothy R. Lewis
Its: President

2699/amend articles

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