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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
TERRE INVESTMENTS HOLDINGS, INC.**

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FLORIDA
STATE
DEPARTMENT OF
CORPORATIONS

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TERRE INVESTMENTS HOLDINGS, INC.

August 31, 2023

TERRE INVESTMENTS HOLDINGS, INC., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation pursuant to the provisions of Section 607.1003 and Section 607.1006 of the Florida Business Corporation Act (the "Act").

1. Article III of the Articles of Incorporation is amended in its entirety and hereby replaced with:

ARTICLE III
PURPOSE

3.1 The Corporation is organized solely for the purpose of (a) owning an interest in Terre Investments LLC, a Florida limited liability company (the "Borrower"), which entity owns, manages, and operates the property known as Shoppes of Southbay and located at 10665 Big Bend Road, Riverview, Florida 33579 (the "Property"), entering into the Loan Documents (as defined in the Loan Agreement) with GSF Lender, LLC, a Delaware limited liability company (together with its successors and assigns, "Lender"), and executing and delivering the Loan Documents and performing its obligations thereunder, in connection with the loan from Lender to the Borrower in the original principal amount of \$15,200,000 relating to the Property (the "Loan") pursuant to that certain Loan Agreement between the Company and Lender dated as of the date hereof (the "Loan Agreement"), (b) managing and operating the Borrower, including, without limitation, causing the Borrower to comply with its organizational documents, in its capacity as a manager of the Borrower, and (c) transacting lawful business that is incident, necessary and appropriate to accomplish the foregoing. The Corporation will not own any asset or property other than its interest in the Borrower, and incidental personal property necessary for the ownership of its interest in the Borrower.

2. Article VII of the Articles of Incorporation is hereby deleted in its entirety.

3. The amendments to the Articles of Incorporation set forth in these Articles of Amendment were duly approved by the Board of Directors and sole shareholder of the Corporation by joint unanimous written consent dated as of the date hereof. The shareholder signing such joint unanimous written consent had sufficient votes for approval of the amendments. Pursuant to the Act and the Corporation's Articles of Incorporation, no other shareholder approval was required.

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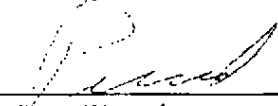
4. These Articles of Amendment shall become effective as of the close of business on the date of the filing of these Articles of Amendment with the Secretary of State of the State of Florida.

[Signature Page Follows]

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of this 31st day of August, 2023.

TERRE INVESTMENTS HOLDINGS, INC.

By: 
Name: Peter Wenzel
Title: President

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