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BANKATLANTIC BANCORP PARTNERS, INC.

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
BANKATLANTIC BANCORP PARTNERS, INC.**

The Articles of Incorporation, as amended, of BankAtlantic Bancorp Partners, Inc., 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 OF CORPORATION

The name of this Corporation is BBX Partners, Inc.

The undersigned hereby certifies that, in accordance with Sections 607.0704 and 607.0821 of the Florida Business Corporation Act, the foregoing amendment was duly adopted and approved by the joint unanimous written consent of the sole shareholder and all of the members of the board of directors of the Corporation on June 29, 2012. The written consent of the sole shareholder was given with respect to all of the shares of the capital stock of the Corporation owned by such shareholder.

Dated effective as of July 31, 2012.

By: 
Name: Valerie Toalson
Title: Vice President and Treasurer

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