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LIMITED LIABILITY AMENDMENT

THE VILLAS AT HERITAGE PARKE, LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
THE VILLAS AT HERITAGE PARKE, LLC**

(Changing name to The Villas at Heritage Park, LLC)

Pursuant to the provisions of Chapter 608 of the Florida Statutes, the Articles of Organization for THE VILLAS AT HERITAGE PARKE, LLC (the "Company") filed with the Secretary of State of Florida on November 18, 2004 are hereby amended to change the Company's name to THE VILLAS AT HERITAGE PARK, LLC. The Articles of Organization as amended and restated shall read as follows:

1. Name. The name of the Company is THE VILLAS AT HERITAGE PARK, LLC.
2. Mailing Address and Principal Place of Business. The Company's mailing address and principal office shall be located at 11217 San Jose Boulevard, Jacksonville, Florida 32223.
3. Initial Registered Agent. The name and address of the initial registered agent in Florida for the Company is:

F & L Corp.
One Independent Drive, Suite 1300
Jacksonville, Florida 32202-3520.

IN WITNESS WHEREOF, pursuant to Section 608.407, Florida Statutes, the undersigned, authorized representative of a member of the Company, has executed these Articles of Organization this 3rd day of January, 2005.


Gardner F. Davis
Authorized Representative