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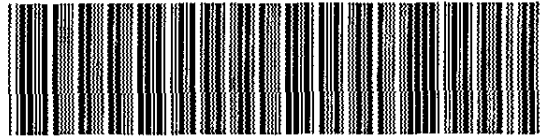
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TYPE OF FILING: CERTIFICATE OF AMENDMENT

NAME: RAFAEL RESORT INVESTORS LTD

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CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF

Rafael Resort Investors Ltd.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

The additional general partner is:
Macro Turnberry Corporation
345 Park Avenue, 41st Floor
New York, NY 10154

F93000005857

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Sherry Lee

(Signature of a General Partner)

By: Resort Investors Limited, its general partner
Sherry Lee, Treasurer

(Typed or printed name of General Partner signing above)

STATE OF CALIFORNIA

COUNTY OF SAN FRANCISCO

On this 23 day of May, 2003, SHERRY LEE personally appeared before me,



who is personally known to me



whose identity I proved on the basis of DC Document

Blanche S. Berger
(Notary Public Signature)

BLANCHE S. BERGER
(Notary's Printed Name)

My Commission Expires: 7/21/03

