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ACCOUNT	NO	 0721	00	oooo.	2 2
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REFERENCE 586981

AUTHORIZATION

COST LIMIT : \$ 1750.00

ORDER DATE : February 14, 2000

ORDER TIME : 10:47 AM

ORDER NO. :

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--02/14/00--01062--009 ***1785.00 ***1750.00

CUSTOMER NO: 11175A

CUSTOMER: Mary A. Shambaugh, Legal Asst

586981-010

Wollett & Associates, Pa

Suite 402

4440 Pga Boulevard

Palm Beach Gard, FL 33410

DOMESTIC AMENDMENT FILING

NAME:

HILL DEVELOPMENT COMPANY,

LTD.

EFFICTIVE DATE:

_ ARTICLES OF AMENDMENT - SUPPLEMENTAL AFFIDAVIT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, being the sole General Partner of Hill Development Company, Ltd., a Florida Limited Partnership, certifies as follows

The amount of capital contributions to date of the limited partners is:

\$2,326,372.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals:

\$2,326,372.00

This 5th Day of February, 2000

AFFIANT FURTHER SAYETH NAUGHT.

Under the penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

CONNIE SUE HIĽL