

L000000004974

The Community Builders, Inc.

95 Berkeley Street, 5th Floor
Boston, MA 02116-6240

May 23, 2001

Florida Department of State
Division of Corporations
State of Florida
409 East Gaines Street
Tallahassee, FL 32399

Re: TCB Shadow Run LLC
Document Number: L00000004974

617 695-9595
main fax 617 695-9805
development/human services fax 617 695-9205
legal fax 617 695-9483
finance fax 617 695-9001
TDD 800 545-1833 x183
www tcbinc.org

Albany Boston Cincinnati
Louisville New Haven New York
Philadelphia Pittsburgh Providence
Springfield Washington D.C.


Dear Madam or Sir:

Enclosed please find Articles of Amendment to Articles of
Organization of TCB Shadow Run LLC and a check in the amount of \$25.00
to cover the filing fee.

If you have any questions please feel free to contact me at 617/695-9595 at
your convenience.

Thank you for your assistance in this matter.

Very truly yours,


Jim Rushford

Encl.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

TCB Shadow Run LLC
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was March 2, 2000.

SECOND: The following amendment to the articles of organization was adopted by The Limited Liability Company:

ARTICLE IV of the Articles of Organization is deleted in its entirety and replaced with the following:

ARTICLE IV:

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company. The managers shall be selected and shall serve for such terms as established by the operating agreement of the Limited Liability Company. The names and addresses of such managers who are to serve as managers until the next annual meeting of members or until their successors are elected and qualify are:

Patrick E. Clancy

c/o The Community Builders, Inc.
95 Berkeley Street, Suite 500
Boston, MA 02116-6240

Jonathan Klein

c/o The Community Builders, Inc.
95 Berkeley Street, Suite 500
Boston, MA 02116-6240

Charles M. Moran, Jr.

c/o The Community Builders, Inc.
95 Berkeley Street, Suite 500
Boston, MA 02116-6240

Willie Jones

c/o The Community Builders, Inc.
95 Berkeley Street, Suite 500
Boston, MA 02116-6240

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CLERK OF DISTRICT COURT
JANUARY 2001

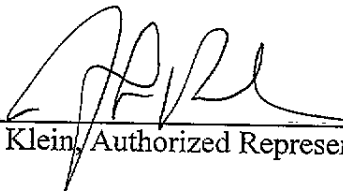
Beverly J. Bates

Dated: May 21, 2001.

c/o The Community Builders, Inc.
95 Berkeley Street, Suite 500
Boston, MA 02116-6240

TCB FLORIDA AFFORDABLE HOUSING, INC.
Sole Member

By:


Jonathan Klein, Authorized Representative

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COMMUNITY BUILDERS, INC.