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R. LEIGH DUEMLER

E-MAIL: LANEMITT@ATT.NET

April 18, 2002

Registration Section Division of Corporations 409 East Gaines St Tallahassee, FL 32399

NEW YORK, NY

NEW BRUNSWICK, NJ

Re: TwinEagles Golf & Country Club LLC

Dear Sir/Madam:

Enclosed for filing with the Division of Corporations are Articles of Amendment of the Articles of Organization of the above Florida limited liability company. The original Articles of Organization were filed on June 5, 2001, and the assigned document number of the company is L01000008946.

Also enclosed are a copy of the Amendment and a check payable to the Department of State in the amount of \$60 to cover the filing fee and a certified copy of the filing. Please send the certified copy and your letter of acknowledgment to me at the above address.

If you have any questions, please telephone me.

Very truly yours,



Articles of Amendment of Articles of Organization of TwinEagles Golf & Country Club LLC (A Florida Limited Liability Company)

FIRST: The date of filing of the Articles of Organization was June 5, 2001, and said

Articles of Organization were assigned document number L01000008946.

SECOND: The following amendment to the Articles of Organization has been adopted:

Article I - Name is amended to read as follows:

"The name of the Company is The Club at TwinEagles LLC."

Dated: April 17, 2002

IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Amendment to the Articles of Organization.

Resource Conservation Properties, Inc.

a Florida corporation

Dennis E. Gilkey, President