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LIMITED LIABILITY AMENDMENT

2001 PALM BAY ASSOCIATES, L.L.C.

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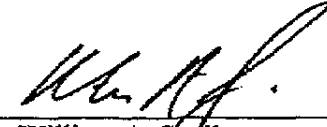
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**UNANIMOUS CONSENT OF MEMBERS
TO AMEND ARTICLES OF ORGANIZATION**

THE UNDERSIGNED, being sole the member of 2001 Palm Bay Associates, L.L.C., a Florida limited liability company (the "Company"), hereby consents to the Amendment to Articles of Organization of the Company, a copy of which is attached hereto as Exhibit "A".

THE HAMPSHIRE 2001 FUND, LLC,
a New Jersey limited liability company,

By: THE HAMPSHIRE FUND II LLC,
a New Jersey limited liability company
Its: Managing Member

By: 

William A. Scally
Its: Senior Vice President

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EXHIBIT "A"
AMENDMENT TO
ARTICLES OF ORGANIZATION OF
2001 PALM BAY ASSOCIATES, L.L.C.

The Articles of Organization of 2001 Palm Beach Associates, L.L.C., which were filed with the Florida Department of State on June 25, 2001, are hereby amended as follows:

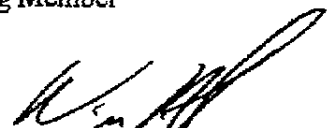
1. The last sentence of Article IX of the Articles of Organization is deleted in its entirety and is restated to read as follows:

The Managing Member of the Company is THE HAMPSHIRE 2001 FUND, LLC, a New Jersey limited liability company.

IN WITNESS WHEREOF, the undersigned managing member and sole member of 2001 Tallahassee Associates, L.L.C. has duly executed this Amendment to Articles of Organization in accordance with Section 608.441, Florida Statutes, on this 15th day of October, 2002.

THE HAMPSHIRE 2001 FUND, LLC,
a New Jersey limited liability company,

By: THE HAMPSHIRE FUND II LLC,
a New Jersey limited liability company
Its: Managing Member

By: 
William A. Scully
Its: Senior Vice President

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