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To:  
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Fax Number : (850) 205-0393

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**LIMITED LIABILITY AMENDMENT**

**FIRST DEVELOPMENT FUND, LLC**

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**ARTICLES OF AMENDMENT TO  
ARTICLES OF ORGANIZATION OF  
FIRST DEVELOPMENT FUND, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

Pursuant of the provisions of section 608.407, Florida Statutes, this limited liability company adopts the following articles of amendment to its articles of organization:

FIFTH: The limited liability company shall be manager-managed and will have one (1) Member:

Name: FIRST DEVELOPMENT FUND, CORP  
Percentage of Ownership: 100%

SIXTH: The Board of Director will be:

Name: Carlos Rajlin (President)  
Name: Natan Aizenstat (Vice President)  
Name: Oscar Grisales-Racini (Secretary)

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment adoption is January 8, 2002.

FOURTH: Adoption of Amendment:

The Amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 8th day of January, 2002.

By: Oscar Grisales-Racini, Secretary

By: Natan Aizenstat, Vice-President

By: Carlos Rajlin, President

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