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Law Offices
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Stanley E. Israel, P.A.*
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*Admitted in Florida and New York

**Admitted in Florida and Colorado

July 15, 2003

VIA FEDERAL EXPRESS

Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Attn: Corporate Filings

RE: First Development Fund LLC

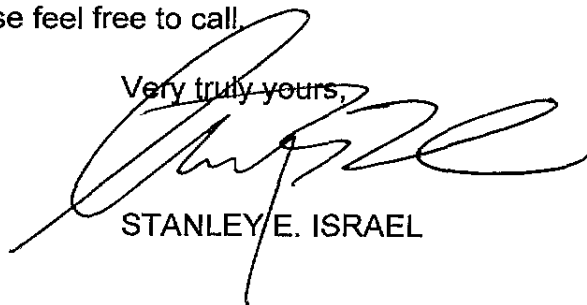
Gentlemen:

Enclosed please find an original and copy of the Articles of Amendment to the Articles of Organization for the above-captioned limited liability company, together with our check in the amount of \$25.00 representing the filing fee.

Please return the certified copy of the Articles of Amendment in the envelope provided.

If you have any questions, please feel free to call.

Very truly yours,



STANLEY E. ISRAEL

SEI/cl
Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST DEVELOPMENT FUND LLC

(Present Name)
(A Florida Limited Liability Company)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FIRST: The date of filing of the articles of organization was January 2, 2002.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

ARTICLE FIFTH of the Articles of Organization is hereby amended to reflect the following:

a. the limited liability company shall be member managed and will have two members:

- i. First Development Fund Corp....50% interest
- ii. Carlos R. Rajlin....50% interest

Dated December 26, 2002.



Signature of a member or authorized representative of a member

CARLOS R. RAJLIN

Typed or printed name of signee

Filing Fee: \$25.00