

L02000000882

First American Exchange Corporation

1983 CENTRE POINTE BOULEVARD • SUITE 100 • TALLAHASSEE, FLORIDA 32308
(850) 205-8700 • NATIONAL WATS (800) 600-2245 • FAX (850) 402-1505

January 24, 2002

Department of State
Limited Liability Companies Division
409 East Gaines Street
Tallahassee, FL 32301

Re: NESV II, LLC and NESV III, LLC

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Amendment to the Articles of Organization for the above-referenced limited liability companies, together with our check in the amount of \$70.00 in payment of the filing fees.

Please file the original Articles of Amendment to the Articles of Organization and file stamp the additional copy to acknowledge receipt of the original.

Thank you for your assistance. Please call me at 205-8700 if you have any questions.

Sincerely,

Heather Price

Heather Price
Exchange Assistant

Enclosures

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*****50.00 *****25.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT TO
THE ARTICLES OF ORGANIZATION
OF
NESV III, LLC**

Pursuant to the provisions of Section 608.411 of the Florida Statutes, the undersigned Florida limited liability company hereby adopts the following Articles of Amendment to its Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company is NESV III, LLC (hereinafter referred to as the "Company").

ARTICLE II - DATE OF FILING

The date of filing of the Company's Articles of Organization was January 11, 2002.

ARTICLE III - ADOPTION AND TEXT OF AMENDMENT

The sole Member of the Company approved a resolution amending Article I of the Articles of Organization by Written Consent dated January 24, 2002, in accordance with the provisions of Section 608.4231(8) of the Florida Statutes. The following is a true and correct copy of the resolution amending Article I of the Articles of Organization:

RESOLVED, that Article I of the Articles of Organization is hereby amended in its entirety to read as follows:

"ARTICLE I

NAME OF COMPANY

The name of the Company is N.E.S.V. III, LLC."

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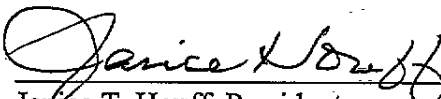
ARTICLE IV - EFFECTIVE DATE

The effective date of the amendment to the Articles of Organization of the
Company set forth herein will be as of the date of filing with the Florida Department of State.

Dated this 24th day of January, 2002.

NESV III, LLC

By: FIRST AMERICAN NESV, INC., Sole
Member

By: 
Janice T. Houff, President

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