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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEE & JEFFRIES, P.A.
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November 18, 2002

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment for Higher Education Loan Program, LLC

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Organization of Higher Education Loan Program, LLC for filing. I have included a check in the amount of \$35.00 for the filing fee.

Thank you in advance for your assistance. Should you have any questions, please contact me at (813) 229-8008.

Sincerely,



Dorie S. Gude
Secretary to David M. Jeffries

/dsg
Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION
OF
HIGHER EDUCATION LOAN PROGRAM, LLC

HIGHER EDUCATION LOAN PROGRAM, LLC, a Florida Limited Liability Company (the "Company"), hereby certifies as follows:

1. The Articles of Organization of the Company that were filed on July 2, 2002 are hereby amended by deleting the present form of Article I in its entirety and by substituting, in lieu thereof, the following:

ARTICLE I

The name of the company shall be Xanthus Higher Education Loan Program, LLC.

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the Limited Liability Company laws of the State of Florida.

3. The amendment recited in Section 1 above has been duly adopted in accordance with the provisions of §608.411, Florida Statutes.

IN WITNESS WHEREOF, the Company has caused these Articles of Amendment to be prepared under the signature of its authorized representative this 14th day of November, 2002.

HIGHER EDUCATION LOAN PROGRAM, LLC



James A. Zach, Manager

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