

LO7000006554

(Requestor's Name)

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(Address)

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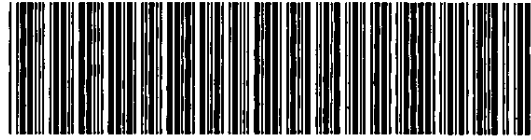
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JUDITH KENNEY & ASSOCIATES, P.A.

Law Offices

777 Brickell Avenue, Suite 1070 Miami, Florida 33131
Telephone (305) 373-7888 Facsimile (305) 373-3739
e-mail jkenney@jkpalaw.com

July 10, 2007

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

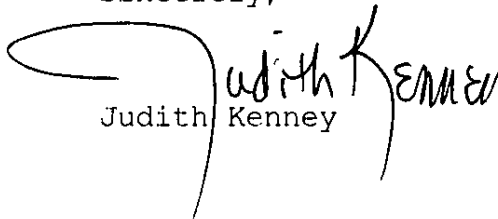
Ladies and Gentlemen:

Enclosed please find the following document together with our
check in the amount of the filing fee:

Basin Development Company, LLC
Articles of Amendment

\$25.00

Sincerely,


Judith Kenney

Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BASIN DEVELOPMENT COMPANY, LLC**

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TALLAHASSEE, FLORIDA**

1. The Articles of Organization for Basin Development Company, LLC (the "Company") were filed on January 17, 2007, and assigned document number L07000006554.

2. Article VI of the Articles of Organization of the Company is amended as follows to change the management of the Company:

Article VI

MANAGEMENT

This company will be managed by the following two managing members, either of whom may act alone:

Steve R. Henson
121 U.S. Highway One, Suite 103
Key West, Florida 33040

William O. Kemp
121 U.S. Highway One, Suite 103
Key West, Florida 33040

3. The foregoing amendment was duly adopted by written consent of the members of the Company on July 9, 2007.


IN WITNESS WHEREOF, the undersigned Manager of the Company has executed these Articles of Amendment on behalf of the Company on this 9th day of July, 2007.

BASIN DEVELOPMENT COMPANY, LLC

William O. Kemp
By: *Judith Kenney*
William O. Kemp, Manager
By Judith Kenney,
his Attorney-in-Fact

STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 9th day of July, 2007 by Judith Kenney, Attorney in Fact for William O. Kemp, Manager of Basin Development Company, LLC. She is personally known to me and did not take an oath.



Print, Type or Stamp Name of Notary

My Commission Expires:



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