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STATE
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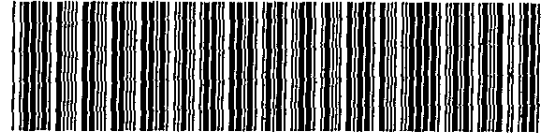
(Business Entity Name)

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J. P. Morgan Fairfield

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03 APR 28 PM 12:11
J.P. Morgan Fairfield Partners, LLC
600 Cleveland Street, Suite 1100
Clearwater, Florida 33755-4160
Telephone 727-449-0067
Facsimile 727-449-0090
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 23, 2003

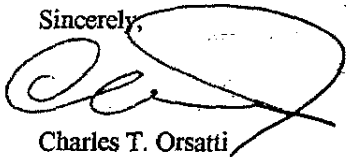
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed is a Certificate of Amendment of the Articles of Organization of J.P. Morgan Fairfield Partners, LLC, which was originally executed and sent to your office in January of this year. It was apparently lost in the mail as I was informed that you have no record of ever receiving it. I am resubmitting the original document plus filing fee as requested.

Thank you.

Sincerely,



Charles T. Orsatti
Managing Partner

**CERTIFICATE OF AMENDMENT
OF ARTICLES OF ORGANIZATION OF
J.P. MORGAN FAIRFIELD PARTNERS
LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS IS TO CERTIFY THAT:

FIRST: This Certificate amends the Articles of Organization (the "Articles") of J.P. Morgan Fairfield Partners Limited Liability Company.

SECOND: The Articles were filed with the Florida Department of State on December 17, 1998.

THIRD: Article FIRST of the Articles, as amended on February 7, 2001, provides as follows:

"FIRST: The name of this limited liability company is J.P. MORGAN FAIRFIELD PARTNERS, LLC.

FOURTH: Article FIRST of the Articles, as amended hereby, provides as follows:

"FIRST: The name of this limited liability company is ORSATTI & PARTNERS, LLC.

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S., this 6th day of January, 2003.



Charles T. Orsatti, Managing Member