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GREGG H. GLICKSTEIN, OF COUNSEL

AND PENNSYLVANIA

ALSO ADMITTED IN DISTRICT OF COLUMBIA AND NEW YORK ALSO ADMITTED IN DISTRICT OF COLUMBIA

April 5, 2002

Via Certified Mail Return Receipt Requested 7001 1940 0004 0957 5592 Secretary of State Division of Corporations 409 East Gain Street Tallahassee, FL 32399

000005237020 -04711702--01007--001 ******35.00 *****35.00

Re:

Articles of Amendment of the Articles of Organization of Highland Ocean Development, LLC

Dear Sir/Mam:

Enclosed please find our law firm's check in the amount of Thirty-Five Dollars (\$35.00) for the filing of the Articles of Amendment regarding the above referenced Corporation. Please file the Amendment and return a copy of the filed Amendment in the enclosed self-addressed stamped envelope. Thank you for your assistance with this matter.

Very truly yours,

Michael I. Kotler

MIK/mek Enclosures

ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION OF HIGHLAND OCEAN DEVELOPMENT, LLC, A FLORIDA LIMITED LIABILITY COMPANY

First: The name of the limited liability company is HIGHLAND OCEAN DEVELOPMENT, LLC.

Second: The date of the filing of the Articles of Organization was March 12, 1999.

. Third: The Articles of Organization are amended by replacing Article I as follows:

ARTICLE I

NAME

The name of this limited liability company is:

HIGHLAND DEVELOPMENT ASSOCIATES, LLC

Dated this ___ day of ______, 2002

HIGHT AND OCEAN DEVELOPMENT, LLC,

a Florida Limited Liability Company

August A. Direkzo, Managing Member

LLWARL'AVEGHLANDIAMDART, WPD