

JDL REAL ESTATE DEVELOPMENT, LLC

ACTION BY UNANIMOUS WRITTEN CONSENT
OF THE MEMBERS
IN LIEU OF SPECIAL MEETING

The undersigned, being all the Members of **JDL Real Estate Development, LLC**, a Maine limited liability company, hereby consent to the taking of and hereby take the following actions in lieu of special meeting, pursuant to the Articles of Organization and Operating Agreement of the company and 31 M.R.S.A. Section 622 et seq., such actions to be effective on the date hereof:

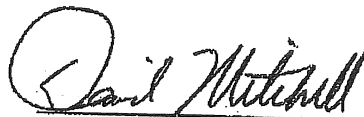
RESOLVED: That the Members do hereby consent to the transfer of all Membership Interests belonging to Jonathan K. Edwards and Lewis S. Benner to David M. Mitchell.

RESOLVED: That the Members do hereby accept the resignation of Jonathan K. Edwards as Manager of JDL Real Estate Development, LLC, and hereby appoint David M. Mitchell as the new company Manager.

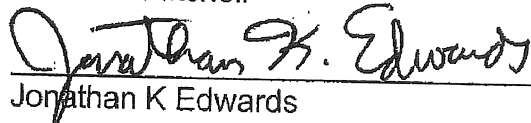
RESOLVED: That each of the undersigned does hereby waive any and all rights to purchase the aforesaid Membership Interests of Jonathan K. Edwards and Lewis S. Benner.

RESOLVED: That upon completion of the aforesaid transfer of Membership Interests, Schedule A as attached hereto shall be substituted for Schedule A as presently attached to the company's Operating Agreement.

DATED: As of January 28, 2003.



David M. Mitchell



Jonathan K Edwards



Lewis S. Benner

SCHEDULE A
MEMBERSHIP INTERESTS

As of Sept. 2, 2004

JDL REAL ESTATE DEVELOPMENT, LLC

<u>NAME OF MEMBER</u>	<u>CAPITAL CONTRIBUTION</u>	<u>MEMBERSHIP INTEREST</u>
David M. Mitchell	\$300.00	50%
Kristen Berube	\$300.00	50%