CARLSMITH BALL LLP

STEVEN S. C. LIM 2505 JENNIFER A. BENCK 8357 121 Waianuenue Avenue Hilo, Hawaii 96720 Tel No. 808.935.6644 Fax No. 808.935.7975

Attorneys for Petitioner U OF N BENCORP, now known as AEKO HAWAII

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

In the Matter of the Petition of

U of N BENCORP

To Amend the Agricultural Land Use District to the Urban Land Use District for Approximately 62 acres, Tax Map Key Nos.: (3) 7-5-10:85 and 7-5-17:06 situate at Waiaha 1st, North Kona, Island County and State of Hawaii.

DOCKET NO. A02-737

MOTION TO CHANGE PETITIONER'S NAME AND AMEND CAPTION; MEMORANDUM IN SUPPORT OF MOTION; VERIFICATION OF JENNIFER A. BENCK; EXHIBIT A; CERTIFICATE OF SERVICE

MOTION TO CHANGE PETITIONER'S NAME AND AMEND CAPTION

Comes now Petitioner AEKO HAWAII, a Hawaii non-profit corporation, by and through its attorneys, CARLSMITH BALL LLP, and respectfully requests that the Honorable Land Use Commission of the State of Hawaii ("Commission") change the Petitioner's name in this Docket No. A02-737 from U of N Bencorp to AEKO HAWAII, and amend the caption to reflect this change.

This Motion is filed pursuant to § 15-15-70 and § 15-15-71 of the Commission's Rules and is supported by the Memorandum in Support of Motion for Order to Change Petitioner's Name and Amend Caption attached hereto.

DATED: Honolulu, Hawaii, December 21, 2006.

STEVENS.C. LIM

JENNIFER A. BENCK

Attorneys for Petitioner U of N Bencorp, now known as AEKO HAWAII

2.

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

In the Matter of the Petition of

U of N BENCORP

To Amend the Agricultural Land Use District to the Urban Land Use District for Approximately 62 acres, Tax Map Key Nos.: (3) 7-5-10:85 and 7-5-17:06 situate at Waiaha 1st, North Kona, Island County and State of Hawaii.

DOCKET NO. A02-737

MEMORANDUM IN SUPPORT OF MOTION

MEMORANDUM IN SUPPORT OF MOTION

This Memorandum is being submitted in support of AEKO HAWAII's Motion to Change Petitioner's Name and Amend Caption in Docket No. A02-737.

The Petition in this Docket was filed on November 21, 2002, on behalf of U of N

Bencorp (hereinafter "Bencorp"), a Hawaii non-profit corporation. Bencorp filed an Amended

Petition on December 5, 2002. The Land Use Commission issued its Findings of Fact,

Conclusions of Law, and Decision and Order in this Docket on August 8, 2003.

During the course of the original hearing on this Petition, the fee simple owner of the property that is the subject of this Petition ("Property") was Bencorp, a Hawaii 501(c)(2) non-profit corporation with offices at 75-346 Hualālai Road, Unit B-206, Kailua-Kona, Hawaii 96740. Bencorp was formed in 1985, as a benefit corporation serving the development of the University of the Nations ("U of N"), and specifically its Kona campus.

On May 1, 2005, the Board of Directors of Bencorp adopted the Articles of Amendment to Change Corporate Name from U of N Bencorp to AEKO HAWAII, attached hereto as Exhibit "A." Prior to resigning from the Board of Directors, the Board members appointed replacement Board members. The new officers of the Board of AEKO HAWAII are Wes Reinheller, Warren Israelson, Ernie Wouters, and Dwayne Betsill. On May 18, 2005, the Articles of Amendment to Change Corporate Name were filed in the Business Registration Division of the Department of Commerce and Consumer Affairs of the State of Hawaii.

As Bencorp's name was changed to AEKO HAWAII under Bencorp's Articles of Amendment to Change Corporate Name, the subject Motion has been filed to request that the Petitioner's name and the caption in this Docket be changed from U of N Bencorp to AEKO HAWAII.

Based on the foregoing, the Petitioner requests that the Motion to Change Petitioner's Name and Amend Caption be granted.

DATED: Honolulu, Hawaii, December 21, 2006.

STEVEN S.C. LIM JENNIFER A. BENCK

Attorneys for Petitioner U of N Bencorp, now known as AEKO HAWAII

BEFORE THE LAND USE COMMISSION OF THE STATE OF HAWAII

In the Matter of the Petition of	DOCKET NO. A02-737							
U of N BENCORP	VERIFICATION OF JENNIFER A. BENCK							
To Amend the Agricultural Land Use District to the Urban Land Use District for Approximately 62 acres, Tax Map Key Nos.: (3) 7-5-10:85 and 7-5-17:06 situate at Waiaha 1st, North Kona, Island County and State of Hawaii.	VERTICATION OF SERVIN ERA. BEIVER							
STATE OF HAWAII) SS.	1							
COUNTY OF HAWAII)								
JENNIFER A. BENCK, being duly sworn on oath, deposes and says that she is								
the attorney for Petitioner AEKO HAWAII, a Hawaii corporation, and as such is authorized to								
make this verification on behalf of AEKO HAWAII; that she has read the foregoing petition and								
knows the contents thereof; and that the same ar	e true to the best of her knowledge, information							
and belief.	miller							
	JENNIFER A. BENCK							
Subscribed and sworn before me this 21st day of December, 2006.	HAIS LAPONIA							
Name: Chris Laporte	***							
Notary Public, State of Hawaii	OBLIC *							
Indially rudiic, State of Hawaii	2.7×							

My commission expires: 1/13/09

LINDA LINGLE GOVERNOR

JAMES R. AIONA, JR. LT. GOVERNOR



MARK E. RECKTENWALD

LAWRENCE M. REIFURTH
DEPUTY DIRECTOR

TUNG CHAN
COMMISSIONER OF SECURITIES

STATE OF HAWAII
BUSINESS REGISTRATION DIVISION
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
335 MERCHANT STREET, P.O. BOX 40
HONOLULU, HAWAII 96810

WWW.BUSINESSREGISTRATIONS.COM

I, the undersigned Director of Commerce and Consumer Affairs of the

State of Hawaii, hereby certify that the attached is a true and exact copy of:

The Articles of Amendment to Change Corporate Name changing its name from U OF N BENCORP to AEKO HAWAII, filed in this Department on May 18, 2005.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Commerce and Consumer Affairs, at Honolulu, Hawaii.

Dated: October 11, 2006

Director of Commerce and Consumer Affairs

Marke Rechtenwald

FILED 05/18/2005 08:51 AM
Business Registration Division
DEPT. OF COMMERCE AND
CONSUMER AFFAIRS
State of Hawaii

STATE OF HAWAII DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS Business Registration Division 335 Merchant Street

Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810

ARTICLES OF AMENDMENT TO CHANGE CORPORATE NAME

(Section 414D-183, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

Designation (class) Total Number of Memberships Entitled to be Cast by each class by each class	The	undersigned, duly aut	horized officers of the corporati	on submitting these A	ticles of Amer	idment, certi	ify as follows:
2. The name of the corporation is changed to: AEKO HAWAII 3. The amendment to change the corporation name was adopted on: (Check one) at a meeting of the members: Designation (class) Of membership Total Number of Memberships Sentitled to be Cast By each class For Amendment OR OR Dy written consent of the members holding at least eighty per cent of the voting power. OR by a sufficient vote of the Board of Directors or incorporators because member approval was not required. 4. Check one: The written approval of a specified person or persons named in the articles of incorporation was obtained. The written approval of a specified person or persons is not required. The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this lst day of May 2005 ERNIE WOUTERS, Secretary	1.	The present name of	the corporation is:				
AEKO HAWAII The amendment to change the corporation name was adopted on: May 1 2005			U O	F N BENCORP			
AEKO HAWAII The amendment to change the corporation name was adopted on: May 1 2005	2	The name of the corn	oration is changed to:				
(Check one) at a meeting of the <i>members</i> : Designation (class) Of membership Total Number of Votes Entitled to be Cast By each Class For Amendment OR OR by written consent of the <i>members</i> holding at least eighty per cent of the voting power. OR by a sufficient vote of the <i>Board of Directors</i> or <i>incorporators</i> because member approval was not required. Check one: The written approval of a specified person or persons named in the articles of incorporation was obtained. The written approval of a specified person or persons is not required. The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this Ist day of May 2005 ERNIE WOUTERS, Secretary	۷.	The hame of the corp	-	KO HAWAII			
(Check one) at a meeting of the members: Designation (class) Of membership Total Number of Memberships (votes) outstanding Total Number of Votes Entitled to be Cast By each class By each class For Amendment Against Amendmen OR OR Designation (class) Of membership Total Number of Memberships (votes) outstanding Total Number of Votes Entitled to be Cast by each class For Amendment Against Amendmen OR OR Designation (class) Of membership Total Number of Votes Entitled to be Cast by each class For Amendment Against Amendmen OR OR The written consent of the members holding at least eighty per cent of the voting power. OR The written approval of a specified person or persons named in the articles of incorporation was obtained. The written approval of a specified person or persons is not required. The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this 1st	2	The amendment to ch	pance the comoration name wa	s adopted on:	May	1	2005
Designation (class) Of membership Oesignation (class) Of membership Of membership Of membership Oesignation (class) Oesignation (c	J.	¥1		<u></u>	Day	Year)	
Designation (class) Of membership OR OR by written consent of the <i>members</i> holding at least eighty per cent of the voting power. OR OR Designation (class) OR Designation (class) OR Designation (class) OR OR Designation (class) OR Designation (class) OR OR Designation (class) Designati		at a meeting of the	ne members :				
Down the power of the members holding at least eighty per cent of the voting power. OR Divide by a sufficient vote of the Board of Directors or incorporators because member approval was not required. Check one: The written approval of a specified person or persons named in the articles of incorporation was obtained. The written approval of a specified person or persons is not required. The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this				Entitled to be Cast	by eac	h class	Number of Votes Cas by each class Against Amendment
by a sufficient vote of the <i>Board of Directors</i> or <i>incorporators</i> because member approval was not required. 4. Check one: The written approval of a specified person or persons named in the articles of incorporation was obtained. The written approval of a specified person or persons is not required. The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this day of				OR	<u> </u>		
by a sufficient vote of the <i>Board of Directors</i> or <i>incorporators</i> because member approval was not required. 4. Check one: The written approval of a specified person or persons named in the articles of incorporation was obtained. The written approval of a specified person or persons is not required. The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this day of		by written conse	nt of the members holding at le	east eighty per cent of	the voting pow	er.	
 4. Check one: The written approval of a specified person or persons named in the articles of incorporation was obtained. The written approval of a specified person or persons is not required. The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this day of May				OR			
The written approval of a specified person or persons named in the articles of incorporation was obtained. The written approval of a specified person or persons is not required. The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this		by a sufficient vo	ite of the <i>Board of Directors</i> or	r incorporators becau	se member ap	proval was	not required.
The written approval of a specified person or persons named in the articles of incorporation was obtained. The written approval of a specified person or persons is not required. The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this							
The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this	4.		oval of a specified person or pe	ersons named in the ar	ticles of incorp	oration was	obtained.
The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct. Signed this day of May		The written app	roval of a specified person or p	ersons is not required.			
above statements and that the same are true and correct. Signed thislstday ofMay			,	• • •			
ERNIE WOUTERS, Secretary	The abo	e undersigned certifies ove statements and the	under the penalties of Section at the same are true and correc	414D-12, Hawaii Revi t.	sed Statutes, t	hat the unde	ersigned has read the
ERNIE WOUTERS, Secretary	Sig	ned this 1st	_day ofMay	,	2005		
			RS Secretary				
				,	(Турв.	Print Name & Tilli	9)
ViSignature of Officer) (Signature of Officer)	_	ZXLADAR	DATA		15.	maker of Officer	

SEE INSTRUCTIONS ON REVERSE SIDE. The articles must be signed by at least one officer of the corporation.

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

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DOCKET NO. A02-737

CERTIFICATE OF SERVICE

CERTIFICATE OF SERVICE

I hereby certify that a copy of the Motion to Change Petitioner's Name and Amend Caption; Memorandum in Support of Motion to Change Petitioner's Name and Amend Caption; Exhibit A was served upon the following by certified mail via the U. S. Postal Service, postage prepaid, on the date indicated below:

MARY LOU KOBAYASHI Office of Planning P. O. Box 2359 Honolulu, Hawaii 96804-2359

BRYAN C. YEE, Esq. Deputy Attorney General Hale Auhau, Third Floor 425 Queen Street Honolulu, Hawaii 96813

CHRISTOPHER J. YUEN, Director Planning Department County of Hawaii 101 Pauahi Street, Suite 3 Hilo, Hawaii 96720 LINCOLN ASHIDA, Esq. Corporation Counsel County of Hawaii 101 Aupuni Street, Suite 325 Hilo, Hawaii 96720-4262

WARREN ISREALSON, Vice President and Director AEKO HAWAII, formerly known as University of the Nations Bencorp 75-165 Hualalai Road, Second Floor Kailua-Kona, Hawaii 96740

GEORGE ATTA, AICP Group 70 International, Inc. 925 Bethel Street, Fifth Floor Honolulu, Hawaii 96813-4307

Dated: Honolulu, Hawaii, December 21, 2006.

STEVENS.C. LIM JENNIFER A. BENCK

Attorneys for Petitioner University of the Nations, now known as AEKO HAWAII