309505

THE UNITED STATES CORPORATION COMPANY

FILED
98 SEP -8 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 953207 9081A

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 35.00

ORDER DATE : September 4, 1998

ORDER TIME : 9:31 AM

ORDER NO. : 953207-010

CUSTOMER NO: 9081A

RECEIVED
98 SEP -8 PM 12:17
DIVISION OF CORPORATION

CUSTOMER: Ms. Lisa K. Johnson
Maclean & Ema
2600 Ne 14th Street Causeway

Pompano Beach, FL 33062

DOMESTIC AMENDMENT FILING

NAME: L.& H. LAND CORP.

400002633884--4

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: CC

Amend. 9-9-98

ARTICLES OF AMENDMENT TO THE

ARTICLES OF INCORPORATION OF L. & H. LAND CORP.

FILED
98 SEP -8 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: Department of State
Tallahassee, Florida 32304

PURSUANT TO THE PROVISIONS of Section 607.1006 of the Florida Statutes, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is L. & H. LAND CORP.

2. The following Amendment of the Articles of Incorporation was adopted by the Shareholders and Directors of the Corporation on July 31, 1998 in the manner prescribed by the Florida Business Corporation Act:

Article III is hereby amended to read as follows:

Article III. Capital Stock The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Thousand (5000) shares of common no par stock. The consideration paid for each share shall be fixed by the Board of Directors.

3. The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval

Dated July 31, 1998.

L. & H. LAND CORP.

By: Eleonora Henley
ELEONORA HENLEY
ITS PRESIDENT

By: Sharon R. Henley
SHARON R. HENLEY
ITS VICE PRESIDENT

STATE OF FLORIDA

COUNTY OF BROWARD

Before me personally appeared ELEONORA HENLEY and SHERRY HENLEY, to me well known and known to me to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 31 day of July, 1998.

Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL
LISA K JOHNSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC493708
MY COMMISSION EXP. SEPT 6,1999

(SEAL)

<u>UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS/DIRECTORS OF L. & H. LAND CORP. IN LIEU OF MEETING</u>

I/We, the undersigned, being all of the Shareholders/Directors of L. & H. LAND CORP. hereby consent to the taking of the following action in lieu of a meeting pursuant to the Florida General Corporation Act and the Bylaws of the Corporation and hereby waive notice to be given in connection therewith pursuant to the provisions of the Act and the Bylaws:

RESOLVED, by the Shareholders/Directors of L. & H. LAND CORP., that:

WHEREAS, the Shareholders and Directors of the Corporation are desirous of increasing the authorized shares of the Corporation from the present 100 shares to 5000 shares in order to facilitate a gifting program of stock in the Corporaiton by the existing Shareholders of the Corporation;

WHEREAS, the Shareholders and Directors deem it to be in the best interests of the Corporation to amend the Corporation's Articles of Incorporation to provide for the aforementioned increase in the number of authorized shares in the Corporation;

NOW, THEREFORE, be it resolved as follows:

1. The number of authorized shares of the Corporation is hereby increased from 100 to 5000 shares.

2. The Shareholders and Directors of the Corporation unanimouly consent to the increase in the number of authorized shares from 100 to 5000 and direct the Directors and, if necessary, the Stockholders to amend the Corporation's Articles of Incorporation

to increase the number of authorized shares of the Corporation from 100 to 5000 shares.

Dated: July 31, 1998.

SHAREHOLDERS:

Eleonora Henley

ELEONORA HENLEY

DIRECTORS:

Eleonora Henley

ELEONORA HENLEY

Sharon R. Henley

SHARON R. HENLEY