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(Requestor's Name)

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(City/State/Zip/Phone #)

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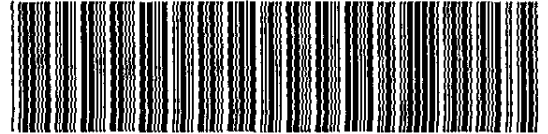
(Business Entity Name)

(Document Number)

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03 DEC 19 AM 9:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature/initials*

**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Vintage Homes by Tarragon, Inc.  
(Name of corporation)

**DOCUMENT NUMBER:** F02000001362

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jacki Wodek  
(Name of person)

Tarragon Realty Investors, Inc.  
(Name of firm/company)

3100 Monticello Ave., Suite 200  
(Address)

Dallas, TX 75205  
(City/state and zip code)

For further information concerning this matter, please call:

Jacki Wodek at ( 214 ) 599-2233  
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
  - \$43.75 Filing Fee & Certificate of Status
  - \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
  - \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)
- Sent prior*

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F02000001362  
(Document number of corporation (if known))

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TALLAHASSEE, FLORIDA

1. Tarragon Southeast Development Corp.  
(Name of corporation as it appears on the records of the Department of State)
2. Nevada 3. 3/19/2002  
(Incorporated under laws of) (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/09/2003
5. Tarragon South Development Corp.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.  
\_\_\_\_\_  
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
\_\_\_\_\_  
(New jurisdiction)

Kathryn Mansfield  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

12/17/03  
(Date)

Kathryn Mansfield  
(Typed or printed name of person signing)

Executive Vice President  
(Title of person signing)

175-

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DEAN HELLER  
Secretary of State

202 North Carson Street  
Carson City, Nevada 89701-4201  
(775) 884 5708



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DEC 9 2003

IN THE OFFICE OF  
*Dean Heller*  
DEAN HELLER, SECRETARY OF STATE

**Important: Read attached instructions before completing form.**

**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**  
**(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)**  
**- Remit in Duplicate -**

1. Name of corporation: Tarragon Southeast Development Corp.

2. The articles have been amended as follows (provide article numbers, if available):  
The First Article of the Articles of Incorporation of Tarragon Southeast Development Corp., formerly known  
as Vintage Homes By Tarragon, Inc., is restated as follows:

FIRST: The name of the corporation is Tarragon South Development Corp.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 1.000 (or 100%).\*

4. Officer Signature (Required):

*Kathryn Mansfield*  
Kathryn Mansfield, Exec. Vice President & Secretary

\*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

**IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.**