

F99000000851

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000142507 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
 Division of Corporations
 Fax Number : (850)205-0380

From:
 Account Name : C T CORPORATION SYSTEM
 Account Number : FCA000000023
 Phone : (850)222-1092
 Fax Number : (850)222-9428

BASIC AMENDMENT

TARRAGON REALTY INVESTORS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$35.00

RECEIVED
04 JUL -9 PM 12:18
DIVISION OF CORPORATIONS

FILED
04 JUL -9 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu Corporate Filing Public Access Help

Name Change
07/09/04

**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)**

F99000000851

(Document number of corporation (if known))

1. Tarragon Realty Investors, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Nevada 3. 2/12/99
(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? 6/17/04

5. Tarragon Corporation
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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)

Kathryn Mansfield
(Typed or printed name of person signing)

7/8/04
(Date)

Exec. Vice President
(Title of person signing)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JUL -9 PM 3:21

FILED

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, TARRAGON CORPORATION, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 2, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on July 1, 2004.



Dean Heller

DEAN HELLER
Secretary of State

By

Chad

Certification Clerk



DEAN HELLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4299
(775) 884-5708
Website: secretaryofstate.biz

FILED # C7046-97

JUN 17 2004

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE

Certificate of Amendment
(PURSUANT TO NRS 78.385 and 78.390)

Important: Read attached instructions before completing form.

ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations

(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:
Tarragon Realty Investors, Inc.

2. The articles have been amended as follows (provide article numbers, if available):

Amending and restating Article First as follows:

First: The name of the Corporation is Tarragon Corporation (hereinafter the "Corporation").

Amending and restating Article Fourth, part A as follows:

Fourth: A. The total number of shares of all classes which the Corporation shall have authority to issue is 120,000,000, of which 100,000,000 shares, par value \$0.01 per share, shall be of a class designated "Common Stock," and 20,000,000 shares, par value \$0.01 per share, shall be of a class designated "Special Stock."

See Attached.

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: a majority vote

4. Effective date of filing (optional): 6/14/04

(must not be later than 90 days after the certificate is filed)

5. Officer Signature (required):

Kathryn Mansfield

"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 submit the proper fees may cause this filing to be rejected.

TARRAGON CORPORATION
(formerly Tarragon Realty Investors, Inc.)

CERTIFICATE OF AMENDMENT
Changing Name of Corporation and
Increasing Authorized Capital Stock

Pursuant to the provisions of Sections 78.385 and 78.390 of the Nevada Revised Statutes, Tarragon Realty Investors, Inc., desiring to amend its Articles of Incorporation as more particularly described herein, hereby certifies as follows:

1. The name of the corporation (the "Corporation") whose Articles of Incorporation are being amended hereby is:

TARRAGON REALTY INVESTORS, INC.

2. The Articles of Incorporation have been amended as follows:

(a) Article First has been amended and restated in its entirety to change the name of the Corporation to Tarragon Corporation, as follows:

First: The name of the Corporation is Tarragon Corporation (hereinafter the "Corporation").

(b) Article Fourth, part A has been amended and restated in its entirety to increase the authorized capital stock, as follows:

Fourth: A. The total number of shares of all classes which the Corporation shall have authority to issue is 120,000,000, of which 100,000,000 shares, par value \$0.01 per share, shall be of a class designated "Common Stock," and 20,000,000 shares, par value \$0.01 per share, shall be of a class designated "Special Stock."

Except as hereby amended, the Articles of Incorporation of the Corporation shall remain in full force and effect.

3. The foregoing amendments were adopted by the Corporation's Board of Directors at a meeting held on April 22, 2004, and approved by a majority of the holders of the Corporation's Common Stock at the annual meeting of the Corporation's stockholders held on June 14, 2004.

IN WITNESS WHEREOF, I have executed this Certificate of Amendment to Articles of Incorporation this 15th day of June, 2004.

TARRAGON CORPORATION
(formerly Tarragon Realty Investors, Inc.)

By: Kathryn Mansfield
Kathryn Mansfield, Executive Vice
President, Secretary and
General Counsel