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792961 80558

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ORDER DATE : July 7, 2004

ORDER TIME : 10:41 AM

ORDER NO. : 792961-005

CUSTOMER NO:

80558A

CUSTOMER: William R. Smith, Esq.

William R. Smith, P.a.

Suite 204

8191 College Parkway Fort Myers, FL 33919

DOMESTIC AMENDMENT FILING

NAME: EVANSMARTIN, INC.

XX ___ ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_ PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT to

ARTICLES OF INCORPORATION of

EVANSMARTIN, INC.

Pursuant to the provisions of F.S.A. Section 607.10067 the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The name of the corporation is changed to LEAMINGTON PROPERTY INC.

SECOND: The date of adoption of the amendment was _______, 2004.

THIRD: The amendment was adopted by the joint action by unanimous consent of all of the corporation's Stockholders, there being only one class, and by unanimous consent of all of the corporation's Directors, at a special meeting held for the purpose, and pursuant to F.S.A. Sections 607.0704 and 607.0821, respectively, of the Florida Business Corporation Act. Such amendment shall be effective upon filing, as provided by the laws of the State of Florida.

FOURTH: There are no other Stockholders, Directors or members entitled to vote on the amendment, and the votes cast by those entitled was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has duly executed this Consent and the same being adopted and effective on Sury, , 2004.

Wally Rudensky, President/Chairman of the

Board

Wally Rudensky, Praector

John Martin, Director

Tapesco, Inc., Shareholder

John W. Martin,

President

Calhoun First Financial,

Inc., Shareholder

Wally Rudensky, President

у: