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NAME: VENICE GOLF & COUNTRY CLUB EQUITY MEMBERSHIP

AUDIT NUMBER.....H97000008476  
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ARTICLES OF AMENDMENT  
 TO  
 ARTICLES OF INCORPORATION  
 OF  
 VENICE GOLF & COUNTRY CLUB EQUITY MEMBERSHIP COMMITTEE, INC.

Pursuant to the provisions of Section 617.1006, Florida Statutes, ~~VENICE GOLF & COUNTRY CLUB EQUITY MEMBERSHIP COMMITTEE, INC.~~, a Florida corporation not for profit (the "Corporation"), hereby amends its Articles of Incorporation as follows:

Article I is hereby amended to read as follows:

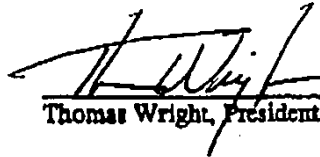
"Article I

Name

The name of the corporation is Venice Equity Group, Inc."

This Amendment, in accordance with Section 617.1002 of the Florida Statutes and the provision of Article XI of the Articles of Incorporation of the Corporation, was approved by the Board of Directors on May 6, 1997 by written consent in accordance with Section 617.0821, Florida Statutes, which was sufficient for approval.

Dated: May 6, 1997

  
 \_\_\_\_\_  
 Thomas Wright, President

Bernard R. Baker, III  
 Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.  
 777 South Flagler Drive, Suite 500, East Tower  
 West Palm Beach, Florida 33401  
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