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July 25, 2001

Secretary of State  
Division of Corporations  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Amendment-Sunshine Properties of W. Pasco, Inc.

Dear Sirs:

900004506669--4  
-07/30/01--01077--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed is an original and duplicate copy of the Articles of Amendment for the above corporation, together with minutes approving the amendment.

Please endorse your approval of the Amendment on the duplicate copy and return it to the attention of the undersigned.

A check in the amount of \$35.00 is enclosed to cover the cost of same.

If you find any problems with enclosed documents, please contact the undersigned by telephone rather than returning the same.

Thank you for your attention to this matter.

Yours truly,

*Mary A. Rinaldi*

Mary A. Rinaldi  
Sunshine Properties of W. Pasco, Inc.  
8116 Penwood Dr.  
Port Richey, FL 34668  
(727)819-9842

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

all 8/7  
n/c  
Eamon

# FOR FILING PURPOSES ONLY

August 7, 2001

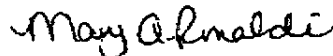
Secretary of State  
Division of Corporations  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, FL 32314

Attn: Anna

I, Mary A. Rinaldi, give authorization to change the name from The Realty Shoppe, Inc. to The Realty Shoppe of Pasco, Inc. and to make all necessary changes wherever necessary on the Articles of Amendment dated July 25, 2001.

If you have any questions please call me at my office at (727)849-9844.

Yours truly,



Mary A. Rinaldi  
Sunshine Properties of W. Pasco, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*ARTICLES OF AMENDMENT  
OF  
SUNSHINE PROPERTIES OF W. PASCO, INC.*

The undersigned Corporation, in accordance with the Florida General Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

*AMENDMENT*

Article I of this Corporation's Articles of Incorporation is hereby amended (the "Amendment") in its entirety so as to read, after Amendment, as follows:

*"ARTICLE I: NAME AND ADDRESS*

The name and address of the Corporation shall be: The Realty Shoppe  
Penwood Dr., Port Richey, FL 34668.

*of Pasco, Inc.,*  
8116

The Amendment has been adopted and approved by the consent of all the Directors and Shareholders of the Corporation pursuant to 607.1002 Florida Statutes.

The Amendment shall become effective upon filing with the Florida Secretary of State. A copy of consent follows these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Amendment on behalf of the Corporation this 25th day of July, 2001.

Sunshine Properties of W. Pasco, Inc.

By: Mary A. Rinaldi  
Mary A. Rinaldi, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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UNANIMOUS CONSENT IN LIEU OF SPECIAL  
MEETING OF SHAREHOLDERS AND DIRECTORS OF

Sunshine Properties of W. Pasco, Inc.

This Consent shall be in lieu of a special meeting of the Shareholders and Directors of Sunshine Properties of W. Pasco, Inc.

The undersigned, being all of the Shareholders and Directors of Sunshine Properties of W. Pasco, Inc., acting without meeting, pursuant to the Florida General Corporation Act and the Bylaws of the Corporation, do hereby consent to changing the name of the Corporation to The Realty Shoppe <sup>of Pasco, Inc.</sup> and approve and adopt the foregoing Articles of Amendment.

DATED: July 25, 2001

Mary A. Rinaldi  
Mary A. Rinaldi, President