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BENJAMIN Y. SAXON
RAYMOND CHAKHTOURA

August 14, 2002

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attention Amendment Section

**RE: Phoenix Apartments, Inc.
Name Change/Correction to
Phoenix Apartments, Inc.**

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-08/16/02--01025--007
*****35.00 *****35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG 16 PM 4:27

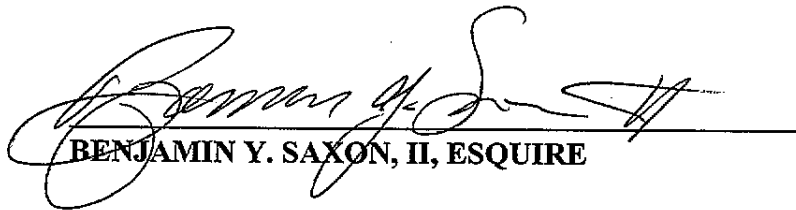
Dear Sir/Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation correcting the name of the above referenced corporation.

Thank you for your assistance with respect to this matter and should you have any questions, please do not hesitate to contact our office.

Very truly yours,

LAW OFFICES OF SAXON & CHAKHTOURA, P.A.
Attorneys and Counselors at Law



BENJAMIN Y. SAXON, II, ESQUIRE

BYS/mf
/phoenix/divcorp.1

N/c

V SHEPARD AUG 20 2002

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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PHEONIX APARTMENTS, INC.

(present name)

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(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article One of the Articles of Incorporation shall be amended to reflect the proper spelling of the corporate name as follows:

From Pheonix Apartments, Inc.

To: Phoenix Apartments, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: August 13, 2002

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 13 day of August, 2002

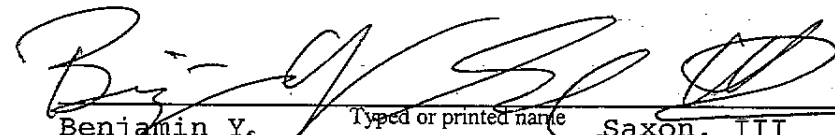
Signature * See Below
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

* 
Benjamin Y. Typed or printed name Saxon, III

Incorporator and Title President