

Division of Corporations

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DIVISION OF CORPORATIONS

SECRETARY OF STATE
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BASIC AMENDMENT

RCJ INVESTMENTS, INC.

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF**

RCJ INVESTMENTS, INC.

PURSUANT to the provisions of Section 607.1001 and Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following amendment to its Articles of Incorporation:

1. The name of the corporation shall be changed from RCJ Investments, Inc. to:

PROPERTIES OF THE VILLAGES, INC.

2. Accordingly, the Article I of the corporation's Articles of Incorporation shall be amended read:

"The name of the corporation shall be PROPERTIES OF THE VILLAGES, INC."

3. The shareholders and directors of the corporation unanimously approved of this amendment.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendments this 1st day of October, 2004.

RCJ INVESTMENTS, INC.

(Corporate Seal)

By H. Gary Morse
H. Gary Morse, President

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04 OCT - 1 PM 4: 35

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ATTEST:

[Handwritten Signature]

R. Dewey Burnsed, Secretary

STATE OF FLORIDA
COUNTY OF SUMTER

BEFORE ME, the undersigned authority, personally appeared H. Gary Morse, known to me to be the President, and R. Dewey Burnsed, known to me to be the Secretary of RCJ INVESTMENTS, INC., and they acknowledged that they executed the foregoing Articles of Amendment for the uses and purposes therein expressed.

WITNESS my hand and seal this 1st day of October, 2004.

[Handwritten Signature]

NAME OF NOTARY
Notary Public

(SEAL)

Vivian M. Grecco
Print Name of Notary



VIVIAN M. GRECCO
MY COMMISSION # JD 196924
EXPIRES: June 30, 2007
Bendel Thru Budget Notary Services

Commission Number

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