

P95000061173



ACCOUNT NO. : 072100000032

REFERENCE : 665669 7106146

AUTHORIZATION : Patricia Pizutto

COST LIMIT : \$ 35.00

ORDER DATE : January 12, 1998

ORDER TIME : 3:21 PM

ORDER NO. : 665669-005

000002397650--9

CUSTOMER NO: 7106146

CUSTOMER: Joseph C. Fuller, Esq
Joseph C. Fuller, P.a.
P. O. Box 61407
Fort Myers, FL 33906

DOMESTIC AMENDMENT FILING

NAME: ESTERO REALTY, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

EXAMINER'S INITIALS:

RECEIVED
98 JAN 12 PM 4:19
DIVISION OF CORPORATIONS
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
1/11
Name Change

FILED

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
ESTERO REALTY, INC.**

98 JAN 12 PM 4:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed August 7, 1995, #P95000061173,

FIRST: The name of the corporation is ESTERO REALTY, INC.

SECOND: The name of the corporation was amended from **ESTERO REALTY, INC.** to **VVC, INC.** by the following amendment to the Articles of Incorporation which was adopted by the corporation:

Article I of the Articles of Incorporation is amended as follows:

"The name of this corporation is VVC, INC."

THIRD: The amendment was unanimously adopted by the Board of Directors on the 9th day of January, 1998.

FOURTH: The amendment was unanimously approved by the shareholders of the corporation on the 9th day of January, 1998.

DATED: 1-9-98

ESTERO REALTY, INC.

BY: Shirley J. Browning
Shirley J. Browning, President

Attest:

(Seal)

Versie Van Cleve
Versie Van Cleve, Secretary

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 9th day of January, 1998, by Shirley J. Browning, who personally appeared before me at the time of notarization.

NOTARY PUBLIC - STATE OF FLORIDA:



KATHLEEN J PETRU
My Commission CC391615
Expires Jul. 11, 1998
Bonded by ANB
800-852-5878

Kathleen J. Petru

KATHLEEN J. PETRU

(print)

Personally Known OR Produced Identification

Type of Identification Produced:

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 9th day of January, 1998, by Versie Van Cleve, who personally appeared before me at the time of notarization.

NOTARY PUBLIC - STATE OF FLORIDA:



KATHLEEN J PETRU
My Commission CC391615
Expires Jul. 11, 1998
Bonded by ANB
800-852-5878

Kathleen J. Petru

KATHLEEN J. PETRU

(print)

Personally Known OR Produced Identification

Type of Identification Produced:

V524-862-39-867

ESTERO REALTY, INC.

**DIRECTORS' WRITTEN CONSENT TO ACTION
AND
STATEMENT OF CONSENT TO ACTION
BY SHAREHOLDERS**

Pursuant to F.S. 607.0821, the undersigned, being all of the members of the Board of Directors of ESTERO REALTY, INC., hereby consent to and approve the following action(s):

That the corporation shall sell certain assets of the corporation as enumerated in, and, pursuant to the terms of that certain Purchase and Sale Agreement dated January 9, 1998. The corporation shall amend its articles to change its name to VVC, INC.; therefore, Article I of the Articles of Incorporation as amended as follows:

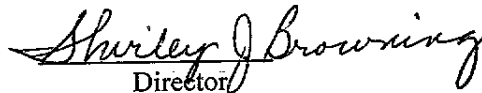
"The name of this corporation is VVC, INC."

Pursuant to s. 607.0704, Florida Statutes, the undersigned, holding shares of capital stock of ESTERO REALTY, INC., a Florida corporation, do consent to and take the following action in lieu of holding a meeting of shareholders of the corporation, to have the same effect as action taken at a duly called meeting of shareholders at which all shares were present and voting:

That the corporation shall sell certain assets of the corporation as enumerated in, and, pursuant to the terms of the Purchase and Sale Agreement dated January 9, 1998. The corporation shall amend its articles to change its name to VVC, INC.; therefore, Article I of the Articles of Incorporation as amended as follows:

"The name of this corporation is VVC, INC."

IN WITNESS WHEREOF, the undersigned, constituting all of the members of the Board of Directors of ESTERO REALTY, INC., have executed this written consent to action on this 9th day of January, 1998.


Director


Director

Director

IN WITNESS WHEREOF, the undersigned, constituting all of the shareholders of the Board of Directors of ESTERO REALTY, INC., have executed this written consent to action on this 9th day of January, 1998.

Fred M. Brown / Shirley J. Browning
Shareholder One

Vernie VanCleave 1-
Shareholder Two