

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P970000 39751

Century Homes, Inc.

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____ **308442303249-4**
 -09/25/97--01056-017
 *****35.00 *****35.00
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- Art. of Amend. File **Photo**
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

RECEIVED
 97 SEP 25 PM 1:19
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA
 DIVISION OF CORPORATION

Signature _____

Requested by: KC Date: 9/25/97 Time: 10:00

Name _____ Will Pick Up _____

Walk-In _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CENTURY HOMES, INC.**

FILED
97 SEP 25 PM 1:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

FIRST: ARTICLE VIII - DIRECTORS of the Articles of Incorporation which were filed on May 5, 1997 and executed on May 2, 1997 are hereby amended as follows:

ARTICLE VIII - DIRECTORS

The number of directors constituting the Board of Directors of this corporation is three (3). The names and addresses of the person(s) who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Michael Blackwood	1201 General Point Trace Palm Beach Gardens, FL 33418
Douglas C. Boulter	116 Tim Mara Dr. Jupiter, FL 33477
George F. Powers	3709 Russell Rd. Woodbridge, VA 22192

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: N/A

THIRD: The date of each amendment's adoption: September 24, 1997

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 24th day of September, 1997

Century Homes, Inc.

By: Douglas C. Boulter
Douglas C. Boulter,
President