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BASIC AMENDMENT

ECONOHOUSING REALTY AND DEVELOPMENT, INC.

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ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
ECONOHOUSING REALTY and DEVELOPMENT, INC.

The provision of the Articles of Incorporation of Econohousing Realty and Development, Inc., a Florida corporation, filed in Tallahassee on February 2, 1998 and amended on May 25, 1999, be and they are hereby amended in the following particulars:

Article I be and it hereby is amended to read as follows:

Barclay's Group Development, Inc.

The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 2nd day of February 2001.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 2nd day of February 2001.

Gregory Weadock
Gregory Weadock, President

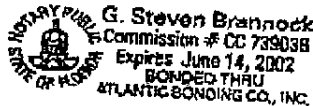
Gregory Weadock
Gregory Weadock, Secretary

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Gregory Weadock, known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed such instrument for the purposes therein stated. He is personally known to me or produced n/a as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2nd day of Feb 2001.

G. Steven Brannock
Print Name: G. Steven Brannock
Notary Public, State of Florida
Commission No.:
My Commission Expires:



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