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### KEATING & SCHLITT, P.A.

Attorney's and Counselors at Law

REPLY TO:

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749 North Garland Avenue, Suite 101 Orlando, Florida 32801

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August 19, 2005

REAL PROPERTY

BUSINESS LAW

#### **EXPRESS DELIVERY**

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 850-245-6059

RE: Filing Articles of Amendment to Articles of Incorporation of Century 21 Real Estate Professionals, Inc. for Name Change to 1st Orlando Real Estate Services, Inc.

Dear Sir or Madam:

I am enclosing herewith the original Articles of Amendment of Articles of Incorporation of Century 21 Real Estate Professionals, Inc., together with my Firm check number (2892) in the amount of \$35.00 in payment of the required filing fees. Following acceptance and filing, please forward the filed Articles of Amendment to me as soon as possible.

Should you have any questions concerning the foregoing, please contact me immediately. Thank you.

Very truly yours

John/Kingman Keating

JKK/dyl

#### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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LLAHASSEE, FLORIDA

CENTURY 21 REAL ESTATE PROFESSIONALS, INC

Century 21 Real Estate Professionals, Inc., pursuant to Section 607.1001, 607.1003 and 607.1006, Florida Statutes, does hereby adopt and file the following Articles of Amendment to Articles of Incorporation:

- 1. That the name of the corporation is Century 21 Real Estate Professionals, Inc.
- 2. That Article One of the Articles of Incorporation of Century 21 Real Estate Professionals, Inc. is hereby amended and restated in its entirety as follows:

#### ARTICLE ONE - NAME

The name of this corporation shall be 1st Orlando Real Estate Services, Inc. (the "Corporation").

4. That the foregoing amendment was recommended, adopted and authorized by all of the common stock Shareholders and all of the members of the Board of Directors of the Corporation, pursuant to a Joint Written Action dated August 1905.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this \ day of August, 2005.

CENTURY 21 REAL ESTATE PROFESSIONALS, INC., a Florida corporation

By: \_\_\_\_\_\_\_ John Huebner

As its President

ATTEST:

Tim Hanahan

As its Secretary

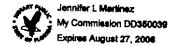
(CORPORATE SEAL)

1 Just

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## STATE OF FLORIDA COUNTY OF ORANGE

Notary Public Signature
OLICENOTARY NAME & SEAL IMMEDIATELY BELOV



#### JOINT WRITTEN ACTION OF THE BOARD OF DIRECTORS AND SHAREHOLDERS OF CENTURY 21 REAL ESTATE PROFESSIONALS, INC. TAKEN WITHOUT A MEETING

THIS JOINT WRITTEN ACTION OF THE BOARD OF DIRECTORS AND SHAREHOLDERS OF CENTURY 21 REAL ESTATE PROFESSIONALS, INC. TAKEN WITHOUT A MEETING (the "Written Action") is made, entered into and effective this day of August, 2005 by all of the shareholders (the "Shareholders") and all of the members of the Board of Directors (the "Board") of Century 21 Real Estate Professionals, Inc., a Florida corporation (the "Corporation"), pursuant to Sections 607.1001, 607.1003, 607.0704, and 607.0821, Florida Statutes.

#### WITNESSETH:

WHEREAS, the Board hereby recommends and submits to the Shareholders the following proposal regarding an amendment to the Corporation's Articles of Incorporation in order to change the name of the Corporation;

WHEREAS, the Shareholders hereby accept and approve such proposal and the Shareholders and the Board of Century 21 Real Estate Professionals, Inc., a Florida corporation (the "Corporation") do hereby authorize, consent and agree to the following actions taken without a meeting regarding same:

1. That the name of the Corporation be changed from Century 21 Real Estate Professionals, Inc. to 1<sup>st</sup> Orlando Real Estate Services, Inc. by amending and restating Article One of the Articles of Incorporation as follows:

#### **ARTICLE ONE - NAME**

The name of this corporation shall be Ist Orlando Real Estate Services, Inc. (the "Corporation").

2. That the Officers of the Corporation are hereby authorized and directed to execute and deliver to the Florida Department of State any and all documents or instruments, including, but not limited to, Articles of Amendment to the Articles of Incorporation, which are, in such Officers' reasonable opinion necessary to comply with applicable law or effect the foregoing amendments.

the members of the Board of the Corporation, have executed this Joint Written Action and thereby evidence their authorization, agreement and consent to the foregoing actions to be taken in lieu of holding a meeting of the Shareholders or Board regarding the same, effective as of this \_\_\_\_\_\_ day of August, 2005.

BOARD OF DIRECTORS

Tim Hanahan, Director

Date Executed: \_\_\_\_\_\_ Date Executed: \_\_\_\_\_\_\_ SHAREHOLDERS

SHAREHOLDERS

John Huebner, Director

Tim Hanahan, Director

Date Executed: 3/11/0~

IN WITNESS WHEREOF, the undersigned, being and constituting all of the Shareholders and all of

Date Executed: 8-19-05