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**CRARY, BUCHANAN, BOWDISH, BOVIE,
BERES, NEGRON & THOMAS**

CHARTERED

ATTORNEYS AT LAW

EVANS CRARY (1905-1968)
EVANS CRARY, JR.
WILLIAM F. CRARY
LARRY E. BUCHANAN
JAMES L. S. BOWDISH †
GEORGE F. BOVIE, III
LAWRENCE EVANS CRARY III
WILLIAM F. CRARY II
R. MICHAEL CRARY
STEVEN D. BERES *
JOSEPH NEGRON, JR.
JEFFREY F. THOMAS *

REPLY TO:

STUART

ALAN O. FORST
ROBERT J. ELDER III
JENNIFER L. WILLIAMSON
JOHN J. MCGLYNN III

* BOARD CERTIFIED IN WILLS,
TRUSTS & ESTATES LAW
∞ BOARD CERTIFIED IN
FAMILY & MARITAL LAW
† BOARD CERTIFIED
CIVIL TRIAL LAWYER

December 20, 2000

Florida Department of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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Re: Ocean Breeze Park Inc

Dear Sirs:

Please find enclosed herewith the Articles of Amendment to Articles of Incorporation of Ocean Breeze Park, Inc.

Kind regards,

Rochella Riordan
Paralegal

rlr/
enclosure

FILED
00 DEC 22 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T BROWN JAN - 5 2001

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OCEAN BREEZE PARK INC**

**FILED
00 DEC 22 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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

FIRST: Amendment adopted:

Article VII is hereby amended to read as follows:

The business of this corporation shall be managed by a Board of Directors of not less than two directors nor more than seven, all of whom shall be of full age and at least one of whom shall be a citizen of the United States.

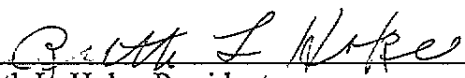
SECOND: Date of Adoption:

The date of this amendment's adoption is December 14, 2000.

THIRD: Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 14 day of December, 2000.


Ruth L. Hoke, President