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Amendment Section Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

ORIOLE HOMES CORP. ("OHC")

Ladies and Gentlemen:

Enclosed herein is the original Articles of Amendment to the Articles of Incorporation for Oriole Homes Corp. Also enclosed is a check in the amount of \$43.75, made payable to the Florida Department of State, to cover the requisite filing and certified copy fees. Please forward the certified copy of Amendment to me in the enclosed self-addressed and stamped envelope. If you have any questions please call me at (561) 998-1860 (Ext. 284).

Vice Chairman and Secretary

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF OCT 30 ORIOLE HOMES CORP.

- The name of this corporation is Oriole Homes Corp., a Florida corporation (the "Company"), whose principal office address is 6400 Congress Avenue, Suite 2000, Boca Raton, Florida 33487.
- Article IV, of the Articles of Incorporation of the Company is hereby deleted in its entirety and amended to read as follows:

"ARTICLES IV - CAPITAL STOCK

The maximum number of shares of Common Stock which this Corporation is authorized to have outstanding at any time is 2,000,000 shares of common stock, having a par value of \$.01 per share."

- 3. The foregoing amendment was adopted by the Unanimous Written Consent of the Shareholders of the Company, on October 22, 2003, in accordance with the Florida Business Corporation Act.
- 4. All (100%) of the Company's 10,000 authorized shares of Common Stock, par value \$.01 per share, have been issued as of this dare and all such shares voted in favor of the adoption of the amendment.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Amendment on this 22nd day of October, 2003.

ORIOLE HOMES CORP. By: (print name) Its: