

545896
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WELCH & FINKEL

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POST OFFICE BOX 1839
POMPANO BEACH, FLORIDA 33061-1839

SHANELL M. HATTON

FILE NO. W98-003

Via. Federal Express

August 3, 1998

Division of Corporations
Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

800002606788--6
-08/04/98--01047--006
*****65.00 *****65.00

RE: AMENDMENT TO ARTICLES OF INCORPORATION
FOR COVE CLUB MANAGEMENT, INC.

Dear Sir or Madam:

800002606788--6
-08/14/98--01001--021
*****22.50 *****22.50

Enclosed please find an Amendment to Articles of Incorporation to be filed. The amendment changes the name of Cove Club Management, Inc. to Boca Dunes Golf & Country Club, Inc. Also, enclosed is our check in the amount of \$65.00 which represents the \$35.00 filing fee, and \$30.00 to obtain a certified copy. A stamped-addressed envelope provided for your convenience in forwarding the certified copy to us.

As always, your assistance in this matter is greatly appreciated.

Very truly yours,

Linda Jo Brooks

Linda Jo Brooks,
Legal Assistant to Mr. Welch

/ljb

Encl:

98 AUG -4 PM 3:12
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TU AUG 6 1998

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SHANELL M. HATTON

FILE NO. W98-003

Via U.S. Mail

August 10, 1998

Division of Corporations
ATTN: **THELMA**
Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

RE: AMENDMENT TO ARTICLES OF INCORPORATION
FOR COVE CLUB MANAGEMENT, INC.

Dear Sir or Madam:

Pursuant to our telephone conversation of August 6, 1998, enclosed is our check for the additional \$22.50 to obtain the certified copy of the Amendment to Articles of Incorporation.

Thank you for your assistance in this matter.

Very truly yours,



Linda Jo Brooks,
Legal Assistant to Mr. Welch

/ljb

Encl:

AMENDMENT TO
ARTICLES OF INCORPORATION OF
COVE CLUB MANAGEMENT, INC.

The Articles of Incorporation of COVE CLUB MANAGEMENT, INC., a corporation organized and existing under the laws of the State of Florida, filed with the office of the Secretary of State on September 22, 1977, under document number 545896, are hereby amended as follows:

"ARTICLE I - Name" is hereby amended to read as follows:

Article I - Name

The name of this corporation is BOCA DUNES
GOLF AND COUNTRY CLUB, INC.

SIGNED this 3rd day of August, 1998.

COVE CLUB MANAGEMENT, INC.

By:

Melvin E. Weaver
MELVIN E. WEAVER
President

Attest:

Chris Sova
CHRIS SOVA
Secretary

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared MELVIN E. WEAVER and CHRIS SOVA, well known to me to be the President and Secretary of COVE CLUB MANAGEMENT, INC., a Florida corporation, and that they acknowledged executing the foregoing Amendment freely and voluntarily under authority vested in them by said corporation and that the seal affixed thereto is the true corporate seal of said Corporation.

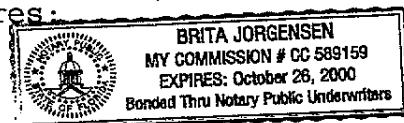
WITNESS my hand and official seal in the County and State last aforesaid this 3rd day of August, 1998.

Brita Jorgensen
Notary Public

Printed Name: BRITA JORGENSEN

My Commission Expires:

Commission No:

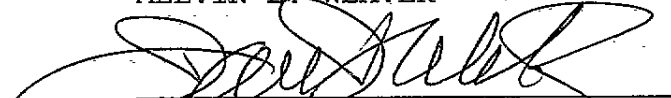


ACKNOWLEDGMENT

THE UNDERSIGNED being all of the directors and shareholders of Cove Club Management, Inc., a Florida corporation (the "Corporation"), do hereby agree and manifest their express intent that the foregoing Amendment to the Articles of Incorporation of Cove Club Management, Inc. be adopted and henceforth effective.

SIGNED and dated this 3rd day of August, 1998.


MELVIN E. WEAVER


DAVID D. WELCH


CHRIS SOVA