

606249

June 21, 1999

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Amendment Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 JUL -6 AM 10:24
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Re: Document Number 606249

Dear Sirs:

Please file the enclosed Articles of Amendment to the Articles of Incorporation of XEPI, Inc., a Florida corporation.

If you have any questions, please feel free to contact me at (407) 896-2018.

Sincerely,

Austin Brownlee

Austin Brownlee

Enclosure

Austin Brownlee
2320 Norfolk RD
Orlando, FL 32803

articles

check

N/C

V. SHEPARD JUL 8 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 28, 1999

AUSTIN BROWNLEE
2320 NORFOLK RD.
ORLANDO, FL 32803

SUBJECT: XEPI, INC.
Ref. Number: 606249

We have received your document for XEPI, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 299A00034109

July 1, 1999

Amendment Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

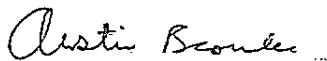
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If you have any questions, please feel free to contact me at (407) 896-2018.

Sincerely,



Austin Brownlee

Enclosure

Articles.mmr

Letter Number: 299A00034109

RECEIVED
JUL - 6 AM 8:10
CORPORATION DIVISION
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
99 JUL -6 AM 10: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XEPI, Inc.

(present name)

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(s) adopted: *(indicate article number(s) being amended, added or deleted)*

1.) Name of Corporation: XEPI, Inc.

2.) Amendments: The first sentence of Article 1, of the amended Articles of Incorporation is amended to read as follows:

"The name of the Corporation shall be
~~Executive Properties, Inc.~~
~~Executive Real Estate, Inc.~~
Executive Real Estate, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: June 21, 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

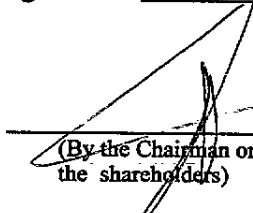
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 21 day of June, 19 99.

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Denver R. Brownlee
Typed or printed name

President/Secretary
Title