

PAVESE, HAVERFIELD, DALTON, HARRISON & JENSEN, L.L.P.
A FLORIDA LIMITED LIABILITY PARTNERSHIP

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PLEASE REPLY TO
CAPE CORAL OFFICE

H 08387

January 22, 2001

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*****35.00 *****35.00

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

RE: Norman R. Bloxham, Custom Builder, Inc.

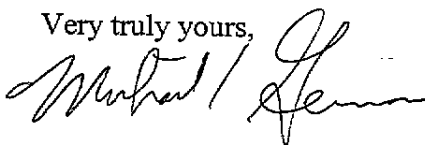
Dear Sir/Madam:

Enclosed herewith is a copy of the Statement of Consent in Lieu of a Special Joint Meeting of Shareholders and Directors of Norman R. Bloxham, Customer Builder, Inc., and the original and one copy of the Articles of Amendment to the Articles of Incorporation of Norman R. Bloxham, Customer Builder, Inc., together with our check in the amount of \$35.00 for your filing fee.

Please stamp and return a copy of the Articles of Amendment to the Articles of Incorporation in the enclosed, stamped, self-addressed envelope.

Thank you for your assistance in this matter.

Very truly yours,



Michael A. Gennaro

MAG/jms
Encls.

FILED
01 JAN 26 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*all 1-30-01
n/c*

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
NORMAN R. BLOXHAM, CUSTOM BUILDER, INC.**

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is NORMAN R. BLOXHAM, CUSTOM BUILDER, INC.

2. The following Amendment to the Articles of Incorporation was adopted by all of the Directors and all of the stockholders of the Corporation eligible to vote by the execution of a written statement manifesting their intention that such amendment be adopted, dated the 22nd day of January, 2001 in the manner prescribed by the Florida Business Corporation Act:

Article 1 of the Articles of Incorporation is amended to read as follows:

1. The name of the corporation is changed from NORMAN R. BLOXHAM, CUSTOM BUILDER, INC. to BLOXHAM HOMES, INC.

2. The foregoing Amendment(s) shall become effective and the Articles of Incorporation shall be deemed to be amended thereby upon the filing of these Articles of Amendment by the Department of State.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by its President and Secretary on this 22nd day of January, 2001.

By: [Signature]
Norman R. Bloxham, President

And By: [Signature]
Norman R. Bloxham, Secretary

FILED
01 JAN 26 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF LEE)

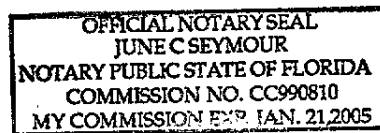
BEFORE ME, the undersigned authority, personally appeared Norman R. Bloxham
who is personally known to me or who produced _____
as identification proving to be, the person described in and who subscribed to the above Articles of
Amendment to the Articles of Incorporation, and who did not take an oath, and did freely and
voluntarily acknowledge before me according to law that he made and subscribed the same for the
use and purposes therein mentioned and set forth.

WITNESS my hand and official seal this 22nd day of January, 2001.

June C. Seymour
(Name of Notary, typed, printed or
stamped), Notary Public

My Commission Expires:

STATE OF FLORIDA)
COUNTY OF LEE)



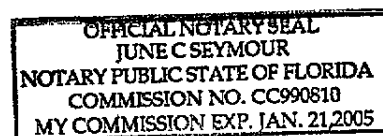
BEFORE ME, the undersigned authority, personally appeared Norman R. Bloxham
who is personally known to me or who produced _____
as identification proving to be, the person described in and who subscribed to the above Articles of
Amendment to the Articles of Incorporation, and who did not take an oath, and did freely and
voluntarily acknowledge before me according to law that he made and subscribed the same for the
use and purposes therein mentioned and set forth.

WITNESS my hand and official seal this 22nd day of January, 2001.

June C. Seymour
(Name of Notary, typed, printed or
stamped), Notary Public

My Commission Expires:

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STATEMENT OF CONSENT IN LIEU OF A SPECIAL JOINT MEETING
OF SHAREHOLDERS AND DIRECTORS OF
NORMAN R. BLOXHAM, CUSTOM BUILDER, INC.

The undersigned, constituting all the shareholders and directors of NORMAN R. BLOXHAM, CUSTOM BUILDER, INC., a Florida corporation, waiving all requirements of notice, consent to the actions specified below and adopt the following resolutions by this written consent, without a meeting, pursuant to, Florida Statutes:

1. The shareholders and directors of this Corporation hereby adopt an Amendment to the Articles of Incorporation of this corporation hereby amending the Articles as follows:

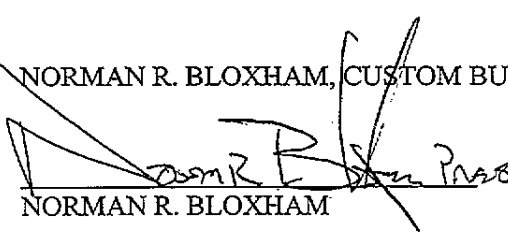
Article 1 of the Articles of Incorporation is amended to read as follows:

1. The name of the corporation is changed from NORMAN R. BLOXHAM, CUSTOM BUILDER, INC. to BLOXHAM HOMES, INC.

2. The officers of the corporation are directed to take all steps required to effect such amendment and to file the same with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, being all of the shareholders and directors of NORMAN R. BLOXHAM, CUSTOM BUILDER, INC., have executed this Consent this 22nd day of January, 2001.

NORMAN R. BLOXHAM, CUSTOM BUILDER, INC.


NORMAN R. BLOXHAM


CRAIG G. BLOXHAM