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**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
RE/MAX CAROLINA, INC..  
FLORIDA DOCUMENT NO. J13211**

Pursuant to Sections 607.1001, 607.1003 and 607.1006 of the Florida Business Corporation Act, the undersigned corporation, RE/MAX CAROLINA, INC., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to amend its Articles of Incorporation:

1. **Name of the Corporation.** The name of the Corporation RE/MAX Carolina, Inc.
2. **Text of the Amendment.** The amendment: is to change the name of the Corporation to Xamer Carolina, Inc. Accordingly: Article 1, of the Articles of Incorporation is amended in its entirety to read as follows:

**ARTICLE 1**

The name of the Corporation is Xamer Carolina, Inc..

3. **Date of Adoption.** The Amendment was adopted effective July 1, 2007.
4. **Manner of Adoption.** The Amendment was adopted by the written consent of all of the members of the Board of Directors and by all of shareholders of the Corporation. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the President of the Corporation has signed these Articles of Amendment as of July 4th 2007.

RE/MAX CAROLINA, INC.

By: 

Donald J. Hechenberger, President