

**FRED ELEFANT, P. A.**

ATTORNEY AT LAW

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MAILING ADDRESS:  
POST OFFICE BOX 749  
JACKSONVILLE, FL 32201-0749

J49661  
June 28, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Hallmark Partners, Inc.--  
Change of Name to Hallmark Development Company, Inc.  
(PLEASE DO THIS ONE FIRST)

AND

Hallmark Property Services, Inc.--  
Change of Name to Hallmark Partners, Inc.

300002226063--9  
-06/30/97--01044--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

Enclosed please find the original and one copy of two Certificates of Amendment of Articles of Incorporation for the above-referenced corporations, changing the corporate names as shown above.

After you have filed the originals of the Certificates, please return stamped "filed" copies to me. Enclosed are two checks in the amount of \$35.00 each for the filing fees.

Very truly yours,

*Fred Elephant*  
Fred Elephant

FE/lc  
Enclosures

97 JUL 28 PM 4:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

J49661  
NO  
6-28-97  
BPS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 9, 1997

FRED ELEFANT, P.A.  
P.O. BOX 749  
JACKSONVILLE, FL 32201-0749

SUBJECT: HALLMARK PARTNERS, INC.  
Ref. Number: J49661

We have received your document for HALLMARK PARTNERS, INC. and your check(s) totaling \$35.00. 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 an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 397A00035481

**FRED ELEFANT, P. A.**

ATTORNEY AT LAW

DUPONT CENTER, SUITE 105  
1850 PRUDENTIAL DRIVE  
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MAILING ADDRESS:  
POST OFFICE BOX 749  
JACKSONVILLE, FL 32201-0749

July 25, 1997

Ms. Carol Mustain  
Corporate Specialist  
Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Hallmark Partners, Inc.--  
Change of Name to Hallmark Partners Development Company, Inc.

Dear Ms. Mustain:

In accordance with your letter to me dated July 9, 1997, a copy of which is enclosed for your reference, I am re-submitting the Certificate of Amendment of Articles of Incorporation to effect the above-referenced name change. Additionally, you have in your pending file another Certificate of Amendment for Hallmark Property Services, Inc. changing its name to Hallmark Partners, Inc.

Please let me know if you need any additional documentation with respect to these two corporate name changes. Thank you for your help in connection with this matter.

Sincerely,

  
Fred Elefant

FE/lc  
Enclosures

CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
HALLMARK PARTNERS, INC.

HALLMARK PARTNERS, INC., a Florida corporation, hereby certifies as follows:

That at a special meeting of the Board of Directors and shareholders of said corporation duly convened and held on the 6th day of June, 1997, at 4:00 p.m. (notice of which meeting had been waived in writing by all of the directors and shareholders of said corporation), the following resolution was unanimously adopted by the owners of 100% of the stock of the corporation and all of the directors thereof:

"RESOLVED that Article I of the Articles of Incorporation of said corporation be amended so that, as amended, it shall read as follows:

'ARTICLE I: NAME

'The name of the corporation is HALLMARK PARTNERS  
DEVELOPMENT COMPANY, INC.'"

97 JUL 28 PM 4:19  
SECRETARY C. STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

IN WITNESS WHEREOF, HALLMARK PARTNERS, INC. has caused this Certificate to be executed by its President and Secretary and its corporate seal to be hereunto affixed and attested by its Secretary this 22<sup>nd</sup> day of July, 1997.

HALLMARK PARTNERS, INC.

By W Alex Coley  
W. Alex Coley  
Its President

Attest Jeffrey A. Conn  
Jeffrey A. Conn  
Its Secretary

(CORPORATE SEAL)

STATE OF FLORIDA  
COUNTY OF DUVAL

On this 22nd day of July, 1997, before me, the undersigned authority, personally appeared W. Alex Coley, who acknowledged before me that as President of Hallmark Parnters, Inc., he executed the foregoing Certificate of Amendment of Articles of Incorporation of Hallmark Partners, Inc., in the name and on behalf of said corporation in accordance with the authority duly conferred upon him by the stockholders and Board of Directors of said corporation, and further acknowledged that the corporate seal of said corporation was duly affixed and attested by the Secretary of said corporation, and further acknowledged that the foregoing Certificate of Amendment of Articles of Incorporation of Hallmark Partners, Inc. is the act and deed of the corporation.

WITNESS my hand and official seal at Jacksonville, Florida, on the day and year first above written.

Elisabeth K. Crews  
Notary Public, State of Florida at Large

My commission expires:

