KRAMER, SEWELL & SOPKO, P.A.

ATTORNEYS AT LAW

ROBERT S. KRAMER
LAURIE RUSK SEWELL
JAMES SOPKO
Board Certified Tax Lawyer
Board Certified Wills, Trusts
and Estates Lawyer

2307 S.E. MONTEREY ROAD POST OFFICE BOX 2421 STUART, FLORIDA 34995

> (561) 288-0048 FAX (561) 288-0049

March 17, 1997

Secretary of State
Division of Corporations
Bureau of Corporate Records
409 East Gaines Street
Tallahassee, FL 32301

VIA UPS OVERNIGHT

Re: Sanctuary Ventures, Ltd., Inc.

900002117139--3 -03/18/97--01140--001 ******35.00 ******35.00

Gentlemen:

Enclosed is an original and one copy of the Articles of Amendment of the Articles of Incorporation of Sanctuary Ventures, Ltd., Inc. and a check in the amount of \$35.00 payable to the State of Florida. Kindly accept the enclosed for filing.

Please return one copy of the Articles of Amendment of Articles of Incorporation to the undersigned at your convenience. Thank you for your cooperation in this matter. If you have any questions, please feel free to call.

Sincerely,

James Sopko

JS/sla

Enclosures

cc: Charles E. F. Millard, President

[sanctuary\lr-state.001]

: James Whiting, C.P.A. (with enclosures)
Thomas R. Sawyer, Esquire (with enclosures)

5H 34

Amen O.

FILED 7 MAR 18 AM 1

IM 8: 32
IF STATE
, FLORIDA

ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF SANCTUARY VENTURES, LTD., INC.

The undersigned, as the President of SANCTUARY VENTURES, LTD., INC., states that the following Articles of Amendment to the Articles of Incorporation were adopted by the Board of Directors and the Shareholders on March 17, 1997.

- 1. The name of the Corporation is SANCTUARY VENTURES, LTD., INC..
- 2. The Articles of Incorporation are amended so that Article IV, entitled "Capital Stock" shall read in its entirety as follows:

"This corporation is authorized to issue TWO THOUSAND THREE HUNDRED EIGHTY (2,380) shares of \$1.00 per share common voting stock."

 This Amendment was approved by the unanimous consent of all Shareholders and all Directors.

Dated at Stuart, Florida, this 17th day of March, 1997.

SANCTUARY VENTURES, LTD., INC.

Charles E. F. Millard, President

THAR IB AH 8: 32 CRETARY OF STATE LAHASSEE ET COME