

ACCOUNT NO. : 072100000032

REFERENCE : 656697 161599A

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE: January 5, 1998

ORDER TIME: 9:31 AM

ORDER NO. : 656697-005

CUSTOMER NO: 161599A

*****87.50 *****87.50

CUSTOMER: Paul Ghougasian, Esq

Daryl B. Cramer, P.a.

Suite 910

515 North Flagler Drive

West Palm Beach, FL 33401-5010

DOMESTIC AMENDMENT FILING

NAME:

VALLEY APARTMENTS, INC.

EFFICTIVE DATE:

_ ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

EXAMINER'S INITIALS:

KINDA OF CORPORATION

FILED

ARTICLES OF AMENDMENT OF VALLEY APARTMENTS, INC.

98 JAN - 5 PM 2: 33

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The provisions of the Articles of Incorporation of Valley Apartments, Inc., a Florida corporation (the "Corporation"), filed with the Department of State, State of Florida on October 14, 1988, are hereby amended as follows:

Article I shall be deleted and the following inserted in lieu thereof:

ARTICLE I. NAME

The name of this Corporation shall be:

VALLEY APARTMENTS HOLDINGS, INC.

The principal place of business of this corporation shall be 5020 Tamiami Trail No., Suite 200, Naples, Florida 34103.

The foregoing amendment was adopted by the shareholders and the Board of Directors of the Corporation on the 30th day of December, 1997. The number of votes cast for the amendment by the shareholders and the directors was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer of this Corporation has executed these

VALLEY

Articles of Amendment this 30th day of December, 1997.

HANS F. LEVY, President