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TALLAHASSEE, FLORIDA

Herbert Elliott
Attorney at Law

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October 5, 2004

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

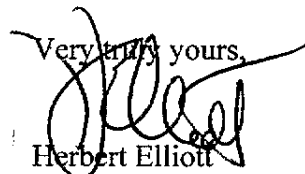
Re: Prestwick #3147, L.L.C.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Amendment and Certificate of Amendment for Prestwick #3147, L.L.C., together with a check in the amount of \$35.00 to cover the filing fee.

Kindly file the originals and provide us with a copy thereof.

If you have any questions, please feel free to contact me.

Very truly yours,

Herbert Elliott

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ARTICLES OF AMENDMENT
OF
PRESTWICK #3147, L.L.C.

Pursuant to Section 608.411 of the Florida Limited Liability Company Act, the undersigned, registered agent of Prestwick #3147, L.L.C., amends the Articles of Organization of the Limited Liability Company filed with the Secretary of State of Florida on July 23, 2004, as follows:

1. ARTICLE I - NAME is hereby deleted and substituted in its place is the following:

ARTICLE I - NAME

The name of the limited liability company shall be ELEGANT HOMES, L.L.C.

2. ARTICLE II - ADDRESS OF PRINCIPAL OFFICE is hereby deleted and substituted in its place is the following:

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The address of the Company shall be 25400 U.S.19 North, Suite 240, Clearwater, Florida 33763.

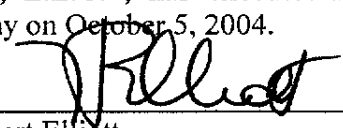
3. ARTICLE V - MANAGEMENT is hereby deleted and substituted in its place is the following:

ARTICLE V - MANAGEMENT

The manager shall be Augusta 2020 Land Trust. The trustee shall be Diane Johnston-Bengivengo.

2. The remainder of the provisions of the Articles of Organization shall remain as filed on July 23, 2004.

3. The registered agent of Prestwick #3147, L.L.C. , has executed the preceding amendment to the Articles of Organization of the company on October 5, 2004.

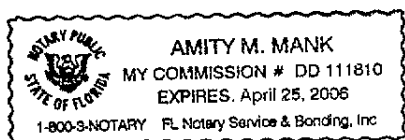


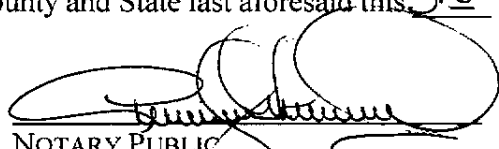
Herbert Elliott

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Herbert Elliott to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 5th day of October, 2004.





NOTARY PUBLIC
My Commission Expires: