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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

N.C.  
C. Coulliette MAY 15 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 094433 4313196

AUTHORIZATION :

*Patricia Pignato*

COST LIMIT : \$ 43.75

ORDER DATE : May 15, 2003

ORDER TIME : 9:50 AM

ORDER NO. : 094433-005

CUSTOMER NO: 4313196

CUSTOMER: Steve L. Henderson, Esq  
Moss Henderson Blanton &  
817 Beachland Boulevard

Vero Beach, FL 32964

DOMESTIC AMENDMENT FILING

NAME: DIMARZO REALTY, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

       PLAIN STAMPED COPY

       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT#1135

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DIMARZO REALTY, INC.**

ARTICLE I of the Articles of Incorporation of DiMarzo Realty, Inc. is amended to read as follows:

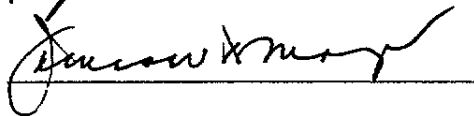
**ARTICLE I  
NAME OF CORPORATION**

The name of the Corporation shall be:

Buyer's Agents of Vero Beach, DiMarzo Realty, Inc.

II. The foregoing Amendment was adopted pursuant to the provisions of Florida Statute 607.181(3) and the Statement of Intent required by said section is attached hereto.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Amendment on the 7<sup>th</sup> day of May, 2003.




(Corporate Seal)

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

On the 7<sup>th</sup> day of May, 2003 personally appeared before me James W. DiMarzo to be well known and known to me to be the individual described in and who executed the foregoing instrument as President of the above-named corporation, and he acknowledged to me and before me that he executed the said instrument as President and that the seal affixed is the corporate seal of the said corporation, and that it was affixed to the said instrument by due and regular corporate authority, and that the said instrument is the free act and deed of the said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the said County and State the day and year first above written.

(Notary Seal)

  
NOTARY PUBLIC,  
Name: Michelle Birkenmeyer  
State of Florida at Large  
My Commission Expires:



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2003 MAY 15 PM 12:14  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

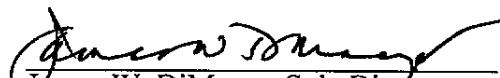
### STATEMENT OF INTENT

The undersigned, representing the sole shareholder and director of DiMarzo Realty, Inc., hereby makes this Statement of Intent in compliance with Florida Statute 607.181(3) and hereby states:

1. That he is the sole directors of **DiMarzo Realty, Inc.**
2. That he owns 100% of the capital stock issued and outstanding in **DiMarzo Realty, Inc.**
3. That constituting the sole director and shareholder, he manifests his intention that an Amendment to the Articles of Incorporation be adopted so as to change the corporate name from **DiMarzo Realty, Inc.** to **Buyer's Agents of Vero Beach, DiMarzo Realty, Inc.**

DATED this 7<sup>th</sup> day of May, 2003

  
James W. DiMarzo, Sole Shareholder

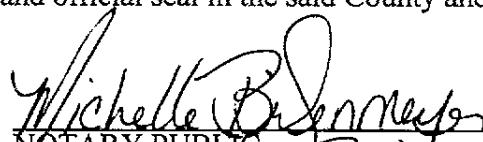
  
James W. DiMarzo, Sole Director

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

On the 7<sup>th</sup> day of May, 2003 personally appeared James W. DiMarzo to me well known and known to me to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

IN WITNESS, I have hereunto set my hand and official seal in the said County and State the day and year first above written.

(Notarial Seal)

  
NOTARY PUBLIC  
Name: Michelle Birkenmeyer  
State of Florida at Large  
My Commission Expires:

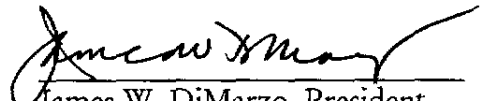


### MEMORANDUM OF ACTION

In accordance with the provisions of Florida Statute § 607.0704 (Action of Shareholders Without a Meeting) and 607.0821 (Action by Directors Without a Meeting). The following action was taken by the Corporation:

1. The Corporation has changed its name from **DiMarzo Realty, Inc.** to **Buyer's Agents of Vero Beach, DiMarzo Realty, Inc.**

Dated this 7<sup>th</sup> day of May, 2003.

  
James W. DiMarzo, President,  
Sole Shareholder  
Sole Director