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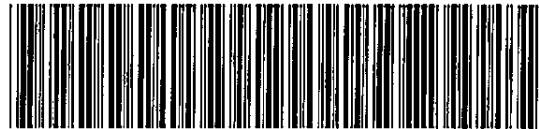
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Reply To:

Naples Office or

gmarler@becker-poliakoff.com

October 28, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: *Jasmine Pointe at Carlton Lakes, Inc.*

Dear Sir/Madam:

Enclosed herewith for recordation in the Public Records please find the following:

1. Articles of Amendment to Articles of Incorporation.
2. Articles of Merger
3. Articles of Amended and Restated Articles of Incorporation

Also enclosed is check number 001065 in the amount of \$210.00 to cover the cost of recording. A copy of these documents along with a self-addressed stamped envelope for return of the copy is enclosed for your convenience.

Thank you for your attention to this matter.

Very truly yours,

Gregory W. Marler
For the Firm

GWM/ph
Enclosures (as stated)

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

- FIRST: The name of the corporation is Jasmine Pointe I at Carlton Lakes, Inc.
- SECOND: The attached amendment to the Articles of Incorporation was adopted by the membership:
- THIRD: The attached amendment to the Articles of Incorporation was adopted by the required vote of the members on the 22nd day of August, 2005.
- FOURTH: The number of votes cast were sufficient for approval.

WITNESSES:
(TWO)

JASMINE POINTE I AT CARLTON LAKES, INC.

[Signature]
Signature

CLIFFORD MORTON
Printed Name

BY: Thalia C. Lake
Thalia C. Lake, President

Date: 10/17/05

(CORPORATE SEAL)

[Signature]
Signature

Vicki W. Barrett
Printed Name

STATE OF FLORIDA)
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 18 day of Oct., 2005 by Thalia C. Lake as President of Jasmine Pointe I at Carlton Lakes, Inc., a Florida Corporation, on behalf of the corporation. He/She is personally known to me or has produced (type of identification) _____ as identification and did take an oath.

Mary L. Howard
Notary Public
MARY L. HOWARD
Printed Name

My commission expires: _____
31944_1



Mary L. Howard
My Commission DD282624
Expires January 20, 2008

AMENDMENT
ARTICLES OF INCORPORATION
OF
JASMINE POINTE I AT CARLTON LAKES, INC.

Additions indicated by underlining.
Deletions indicated by ~~striking through~~.

Proposed Amendment No. 1: Article I, Articles of Incorporation

ARTICLE I

NAME: The name of the corporation, herein called the "Association," is Jasmine Pointe at Carlton Lakes, Inc. ~~Jasmine Pointe I at Carlton Lakes, Inc.~~, and its address is 6025 Carlton Lakes Blvd., Naples, FL 34110.
