

P00000107930

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To: Division of Corporations
Fax Number : (850)205-0380
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BASIC AMENDMENT

BETHANY TRACE ESTATES, INC.

Certificate of Stamps	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
BETHANY TRACE ESTATES, INC.,
a Florida corporation**

Pursuant to the Florida Business Corporation Act, Article I of the Articles of Incorporation of **BETHANY TRACE ESTATES, INC.**, a Florida corporation, hereinafter referred to as the "Corporation", is amended to read as follows:

FIRST. The date of filing the Articles of Incorporation was November 20, 2000 (Document No. P00000107930).

SECOND. The following amendment to the Articles of Incorporation was adopted by the Corporation:

A. Article Number 1 of the Articles of Incorporation of the Corporation is hereby amended as follows:

ARTICLE I Name

The name of the Corporation is **WATERMEN-PINNACLE, INC.**

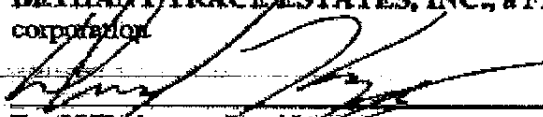
THIRD. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain unchanged.

The foregoing Amendment to the Articles of Incorporation of the Corporation was proposed and unanimously approved by all of the shareholders and all of the directors of the Corporation by Joint Written Consent effective as of June 10, 2005.

This Amendment shall be effective as of the date of filing of this Articles of Amendment.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 10 day of June, 2005.

BETHANY TRACE ESTATES, INC., a Florida corporation


David Kraizgrun, President

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AFFIDAVIT

STATE OF FLORIDA)
)
)
COUNTY OF DADE)

BEFORE ME, the undersigned, David Kraizgrum (the "Affiant"), as Manager of WATERMEN-PINNACLE, LLC, a Florida limited liability company, filed on December 3, 2004, under document number L04000087548 (the "Company"), personally appeared, on behalf of the Company, and being by me duly sworn, on oath deposes and says:

(1) That the Company is affiliated with BETHANY TRACE ESTATES, INC., a Florida corporation (the "Corporation"), filed on November 20, 2000, under document number P00000107930; and

(2) That the Corporation intends to file Articles of Amendment to the Articles of Incorporation of the Corporation (the "Articles of Amendment") with the Florida Department of State on or about June _____, 2005 to change the corporate name from BETHANY TRACE ESTATES, INC. to WATERMEN-PINNACLE, INC.

(3) That upon the Corporation's filing of its Articles of Amendment, this Affidavit authorizes the Corporation, to use the name WATERMEN-PINNACLE, INC.

FURTHER AFFIANT SAYETH NOT.

WATERMEN-PINNACLE, LLC

By: [Signature]
David Kraizgrum, Manager

The foregoing instrument was acknowledged before me this 15th day of June, 2005, by David Kraizgrum who is personally known to me or who has produced a driver's license or K6287807K1880 as identification.



Notary Public:
[Signature]
Print Name: _____
My Commission Expires: _____