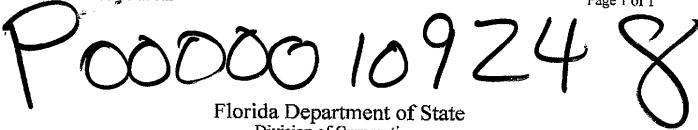
Division of Corporations

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Division of Corporations Public Access System Katherine Harris, Secretary of State

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(((H00000062203 5)))

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To:

Division of Corporations

Fax Number -: (850)922-4000

From:

Account Name : JANE YEAGER CHEFFY

Account Number : I19980000057 Phone : (941)263-1130

Fax Number : (941)263-3827

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BASIC AMENDMENT

W S FLORIDA HOLDINGS, INC.

Certificate of Status	1 1
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Estimated Charge	\$52.50

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF W S FLORIDA HOLDINGS, INC.

(present name)



Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST	:
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Amendment(s) adopted:

(indicate article number(s) being amended,

added or deleted)

ARTICLE I, is amended to change the name of the corporation to WA HOLDINGS, INC.

SECOND:

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD:

The date of the amendment's adoption: November 29, 2000.

FOURTH:

The amendment was approved by the shareholders. The number of votes cast for

the amendment were sufficient for approval.

Signed this

november

Signature

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

* By his attorney in Fact, The year Chifly, Pursuant to Power of attorney dated hovember 2000, a copyrof which is altached as Exhibit (((H00000062203 5)))

(((H00000062203 5)))

REAL ESTATE SPECIFIC DURABLE POWER OF ATTORNEY

(Per F.S. 709.08 as amended in 1995 and Florida Uniform Title Standards 1.1 and 18.4; also applicable as to homestead property)

KNOW ALL MEN BY THESE PRESENTS: That WERNER PAUL Principal, as the President of WA HOLDINGS, INC., a Florida corporation, has made, constituted and appointed, and by these presents does make, constitute and appoint JANE YEAGER CHEFFY true and lawful attorney for him and in his name, place and stead to act as the President of said corporation. In the event that JANE YEAGER CHEFFY is or becomes unable to serve, then her successor shall be (no successor). The attorney in fact herein named and her successors(s) are all granted the authority to sell, to convey, to mortgage, to maintain, or to dispose of, the following described property, and to execute any and all documents necessary to effectuate the sale and/or conveyance, and to encumber, and to maintain, and to dispose of, the following described property:

(see the attached Exhibit"A")

and such documents shall include, but not be limited to, contracts, deeds, affidavits, bills of sale, closing statements, mortgages, notes and such other instruments as may be required to carry out the purposes herein expressed, and the Principal named herein hereby gives and grants unto (Donee) and his/her successors(s), said attorney, full power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully, to all intents and purposes, as the Principal might or could do if personally present. with full power of substitution and revocation, hereby ratifying and confirming all that said attorney or his/her successors(s), shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, WERNER PAUL has set forth his hand and seal this 27th day of November, 2000.

Signed and sealed in the presence of:

Signature

Sandra 1 Printed Name

Signature

Volano

Printed Name

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 27th day of November, 2000, by WERNER PAUL, who is personally known to me, of who produced German Passport number L6833450 (copy attached) as identification, and who did not take an oath.

(SEAL)

Kathleen Singer

My Commission Number is: My Commission Expires:

> KATHLEEN SINGER AY COMMISSION # CC 846949 EXPINES: September 25, 2003 Sended Thru Notary Public Underweller