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ACCOUNT NO. : 072100000032

REFERENCE : 172251 4390546

AUTHORIZATION :

*Patricia Pigatto*

COST LIMIT : \$ 35.00

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2001 JUN -4 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : June 4, 2001

ORDER TIME : 11:31 AM

ORDER NO. : 172251-005

CUSTOMER NO: 4390546

CUSTOMER: Ms. Carin Rupp  
Wci  
Suite 300  
24301 Walden Center Drive  
Bonita Springs, FL 34134

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DOMESTIC AMENDMENT FILING

NAME: WCI CAPITAL CORPORATION

EFFECTIVE DATE:

200004340092--6

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY  
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CONTACT PERSON: Betty Young -- EXT# 1112

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
WCI CAPITAL CORPORATION

*Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of incorporation:*

FIRST: Article VI. Directors and Article VII. Sole Incorporator are deleted in their entirety and the following substituted in their place:

“ARTICLE VI. DIRECTORS. This corporation shall have two directors initially. The number of directors may be changed from time to time in accordance with the By-Laws but shall never be less than one. The names and addresses of the initial directors of the corporation are:

Jerry L. Starkey

24301 Walden Center Drive  
Bonita Springs, Florida 34134

James P. Dietz

24301 Walden Center Drive  
Bonita Springs, Florida 34134

ARTICLE VII. SOLE INCORPORATOR

The name and street address of the sole incorporator is:


James D. Cullen  
24301 Walden Center Drive  
Bonita Springs, Florida 34134

The rights and interests of the Incorporator shall automatically terminate when these Articles are filed with the Secretary of State.”

SECOND: The date of the adoption of this amendment shall be May 31, 2001.

THIRD: The amendment was adopted by the sole incorporator without shareholder action and shareholder action was not required.

Signed this 1<sup>st</sup> day of June, 2001

  
James D. Cullen  
Sole Incorporator