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LAW OFFICE OF
WAGGONER & BRUEHL, P.A.

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Paul H. Waggoner
of Counsel

August 13, 2001

Secretary of State
Attention: Corporate Division
State Capital
Tallahassee, FL 32303

300004538913--4
-08/16/01--01083--001
*****35.00 *****35.00

Re: SEASCAPE ISLAND HOMES, INC.

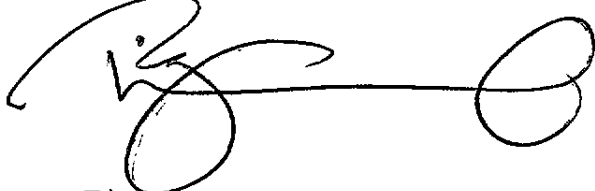
Gentlemen/Madam:

We are enclosing herewith duplicate originals of the Articles of Amendment for the above-named. Our check in the amount of \$35.00 is also enclosed.

Would you please file the original Articles of Amendment and return a certified copy of the same to our office.

Thank you for your assistance and cooperation.

Very truly yours,



Timothy J. Bruehl
TJB/emg
Encs.

FILED
01 AUG 16 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

T BROWN AUG 22 2001

ARTICLES OF AMENDMENT
OF
SEASCAPE ISLAND HOMES, INC.

FILED
01 AUG 16 PM 3: 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1.

The name of the corporation is SEASCAPE ISLAND HOMES, INC., (the "Corporation") and its document number is P01000054600.

2.

The Articles of Incorporation of the Corporation as heretofore granted by the Secretary of State of the State of Florida, filed on June 4, 2001, are hereby amended in that the name of the Corporation is changed from SEASCAPE ISLAND HOMES, INC. to WATERCOLOR HOMES, INC. To effect this change, the heading and Article I. of the Articles of Incorporation are hereby amended, insofar as they refer to the name of the Corporation to read WATERCOLOR HOMES, INC., in lieu of SEASCAPE ISLAND HOMES, INC.

3.

The proposed amendment of the Articles of Incorporation as set forth in Paragraph 2. hereinabove was approved on August 10th, 2001, by unanimous written consent of all of the directors and all of the shareholders of the Corporation owning all of the voting stock of the Corporation. The number of votes cast by such voting group was sufficient for approval by the voting group.

IN WITNESS WHEREOF, SEASCAPE ISLAND HOMES, INC., has caused its duly authorized corporate officer to execute these Articles of Amendment as of the 13th day of August, 2001.

SEASCAPE ISLAND HOMES, INC.

By: Scott R. Hancock
Scott R. Hancock, President