

# Stephen L. Skipper

Attorney at Law

July 12, 2001

Department of State  
Division of Corporations  
Initial Filing - For Profit  
P.O. Box 6327  
Tallahassee, FL 32314

Street Address:  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Gentlemen:

I am enclosing the First Amended Articles of Incorporation of FOSHEE/HARRINGTON CONSTRUCTION COMPANY, INC. for filing. Also enclosed is an additional copy of the Amendments which we request that you certify receipt and filing and return to me.

Please find our check in the amount of \$35.00 to cover the filing of the Articles of Amendment.

Please contact me if anything further is required to complete this filing. Also, please send all correspondence to my attention at the above address.

Sincerely,

Stephen L. Skipper

SLS/jcs

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-07/16/01--01131--008  
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FILED  
01 JUL 16 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN JUL 18 2001

FIRST AMENDED  
ARTICLES OF INCORPORATION  
OF  
GOLDEN KEY OF ORLANDO REALTY, INC.

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

The undersigned hereby certifies the following amending the Articles of Incorporation of a corporation for profit formed under the laws of the state of Florida, filed July 9, 2001 as document number P01000068148.

- a) The name of the corporation is Golden Key of Orlando Realty, Inc.
- b) The amendment to the Articles of Incorporation, to be effected hereby is as follows:

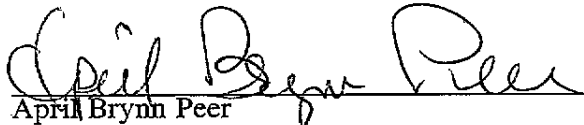
Article I relating to the NAME of the corporation is hereby amended changing the name of the corporation from "Golden Key of Orlando Realty, Inc." to "Golden Key Realty of Orlando, Inc.".

c) The amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

d) The amendment contained herein was duly adopted by the shareholders and directors of the corporation on July 12, 2001.

f) There is only one class of stock and one voting group of shareholders of the corporation, and the number of votes cast for the amendment by such voting group was sufficient for approval by that voting.

IN WITNESS WHEREOF, this 12 day of July, 2001.

  
April Brynn Peer

STATE OF FLORIDA  
COUNTY OF Orange

Before me, this the 12 day of July, 2001, personally appeared April Brynn Peer, who presented a drivers license as identification, subscribed the foregoing Articles of Amendment, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein stated under oath.

  
Notary Public - Signature

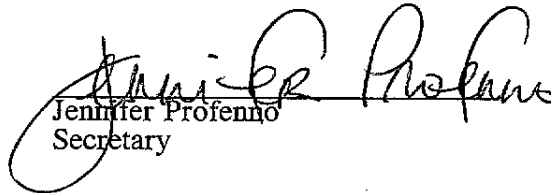


Stephen L Skipper  
MY COMMISSION # CC723360 EXPIRES  
March 27, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

## CERTIFICATE OF SECRETARY

I, Jennifer Profenno, Secretary of the corporation, hereby certify that April Brynn Peer and Jennifer Profenno are the directors of the corporation and that David Profenno and Jennifer Profenno, as tenants by the entirety, are the sole shareholders of the corporation, and on July 12, 2001, all of the directors and all of the shareholders of the corporation eligible and entitled to vote, adopted the above amendments to the articles of incorporation by their written unanimous consent, and that such amendments are in full force and effect.

Dated this the 12 day of July, 2001.

  
Jennifer Profenno  
Secretary