ATTORNEYS AND COUNSELORS AT LAW

DENIS A. COHRS ROBERT B. HICKS BARSARA M. RIDGLE * *Admitted in Texas only

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March 22, 2002

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Florida Secretary of State Division of Corporations Bureau of Corporate Records P.O. Box 6327 Tallahassee, FL 32314

RE: Articles of Amendment to Articles of Incorporation of Flamingo Real Estate, Inc.

Gentlemen:

Enclosed herewith is an original and one copy of the Articles of Amendment to Articles of Incorporation of the above-referenced corporation. Please file this Amendment and return one filed-stamp copy to this office.

Your assistance in this matter is appreciated. Should you have any questions concerning the enclosures, please feel free to call.

Sincerely,

Denis a. Cohrs(pb)

Denis A. Cohrs

to correct the Current
Corporate spame 3/29

Enclosures

DAC/pb



ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

FLAMINGO REALTY, INC.

Flamingo Real Estate, Inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), under the hand of its undersigned Directors and pursuant to §607.1006, Florida Statutes, hereby certifies that on March 18, 2002, the Board of Directors of said Corporation signed a written statement, duly adopting and approving an amendment to the Articles of Incorporation of the Corporation by deleting Article I thereof, in its entirety, and by substituting therefor the following:

ARTICLE I - NAME

The name of this Corporation shall be:

Tropical Waters Real Estate, Inc.

All other provisions of the Articles of Incorporation shall remain in full force and effect and shall not be modified hereby.

The foregoing action was approved by the unanimous consent of the Board of Directors. Approval of the shareholders of the Corporation is not required for the foregoing action.

IN WITNESS WHEREOF, the undersigned, have hereunto set their hand and seal as duly authorized act of the Corporation this 18th day of March, 2002.

Flamingo Real Estate, Inc.

Erwin J. Andersen, Director

(Corporate Seal)

STATE OF FLORIDA COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, on this 18th day of March, 2002, personally Erwin J. Andersen, as a Director of Flamingo Real Estate, Inc., to me well known to be the person described in and who signed the foregoing Articles of Amendment to the Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed, and () who is personally known to me or produced a Florida Driver's License as identification and did take an oath.

WITNESS, my hand and official seal the date aforesaid.

Denis A. Cohrs
Commission # DD088187
Expires Jun. 31, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

Notary Public

Print Name: Deris A. Cohr

State of Florida at Large

(SEAL)