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ACCOUNT NO. : 072100000032

REFERENCE : 375233 1299A

AUTHORIZATION :

COST LIMIT : \$ 43.75

Patricia Pizit

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2001 NOV - 9 PM 12:49

FILED

ORDER DATE : November 9, 2001

ORDER TIME : 10:44 AM

ORDER NO. : 375233-005

CUSTOMER NO: 1299A

CUSTOMER: Alan Manning, Esq
Clark Partington Hart Larry
Post Office Box 13010

Pensacola, FL 32591

400004674174--8

DOMESTIC AMENDMENT FILING

NAME: GRAND POINTE RETIREMENT
COMMUNITY, INC.

EFFECTIVE DATE:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 NOV - 9 AM 11:34

RECEIVED

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

N.C.
C. Coulliette NOV 09 2001

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
OF
GRAND POINTE RETIREMENT COMMUNITY, INC.

1. The Articles of Incorporation of **GRAND POINTE RETIREMENT COMMUNITY, INC.** are hereby amended to change Article I to read as follows:

ARTICLE I - NAME

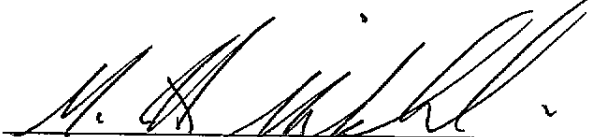
The name of this corporation is:

GRANDPOINTE RETIREMENT COMMUNITY, INC.

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TALLAHASSEE, FLORIDA

2. The foregoing amendment is pursuant to a resolution adopted by stockholders and director of the corporation on November 7, 2001. The shares of all of the common stock of the corporation, representing the only voting group required to vote on the foregoing amendment, voted unanimously for approval of the foregoing amendment.

IN WITNESS WHEREOF, the undersigned president of the corporation has executed these Articles of Amendment on the date set forth below.



MOHAMAD H. MIKHCHI
President

Date: November 7, 2001