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BASIC AMENDMENT

PELICAN BAY APARTMENTS MANAGEMENT, INC.

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ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
PELICAN BAY APARTMENTS MANAGEMENT, INC.

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Pursuant to the provisions of Section 607.1006, Fla. Stat.,
the undersigned corporation adopts the following Articles of
Amendment to its Articles of Incorporation:


1. The text of the amendment is as follows:

ARTICLE I - NAME

The name of this Corporation is PELICAN BAY APARTMENTS
MANAGEMENT, CO.

2. The text of the amendment was unanimously approved by the
shareholders on November 29, 2001, and unanimously adopted by the
Board of Directors on November 29, 2001.

Dated this 30 day November, 2001.



John Williams, Sole
Shareholder, Director and
President

Franklin R. Harrison, Esq.
Florida Bar No. 0142350
Harrison, Sale, McCloy & Thompson
Post Office Box 1579
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