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PICK-UP WAIT MAIL

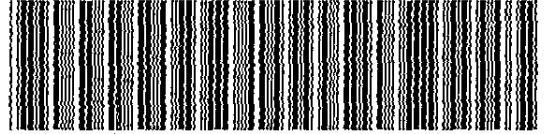
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N.C.
C. Goulette JUL 14 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Gateway Properties of
Bonita Springs Inc

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature _____

Requested by: AW 7/14

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

ARTICLES OF AMENDMENT

PROPERTIES OF PALM BEACH, INC.

The following provisions of the Articles of Incorporation of PROPERTIES OF PALM BEACH, INC., a Florida corporation, filed in Tallahassee on February 1, 2002, be and they hereby are amended in the following particulars:

- 1. Article I, be and it is hereby amended to read as follows:

ARTICLE I - NAME

The name of this Corporation is GATEWAY PROPERTIES OF BONITA SPRINGS, INC.

The foregoing amendment was adopted by unanimous consent of the stockholder and Director of the Corporation on the 10th day of July, 2003.

GATEWAY PROPERTIES OF BONITA SPRINGS, INC.

By: [Signature]
Robert B. McClain, President and Secretary

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TALLAHASSEE, FLORIDA
STATE NOTARY OF FLORIDA

STATE OF FLORIDA
COUNTY OF LEE

[Signature] The foregoing instrument was acknowledged before me this 10th day of July, 2003, by Robert B. McClain, as the President and Secretary of GATEWAY PROPERTIES OF BONITA SPRINGS, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

[Signature]
Notary Public Signature
Carol R. Brugger
Notary Public Printed Name
My Commission Expires:



**MINUTES OF SPECIAL MEETING
OF THE DIRECTORS OF
GATEWAY PROPERTIES OF BONITA SPRINGS, INC.**

A special meeting of the Board of Directors of GATEWAY PROPERTIES OF BONITA SPRINGS, INC., was held at the offices of Law Offices of Richardson & Sellers, P.A. on the 10th day of July, 2003, at 10:00 am.

Present at the meeting was the following person:

Robert B. McClain, President, Vice-President, Secretary & Treasurer

Robert B. McClain presided as Chairman of the meeting and acted as Secretary of the meeting.

The Chairman called the meeting to order and stated that a quorum of the directors were present for the conduct of business. The Secretary presented and read a Waiver of Notice to the meeting signed by the Director of the corporation, which was ordered to be made a part of the Minutes of this meeting.

WHEREAS, the following issues were brought up for discussion, voted on and

RESOLVED AS FOLLOWS:

1. That the name of the corporation be changed to that of GATEWAY PROPERTIES OF BONITA SPRINGS, INC.
2. That the President and Secretary be and they hereby are authorized and directed to execute Articles of Amendment to the Articles of Incorporation and to have said instrument filed in the office of the Secretary of State in Tallahassee, Florida.
3. That the Secretary be and he hereby is authorized to execute a Certificate of Amended and Restated Bylaws of this Corporation evidencing the corporate name as GATEWAY PROPERTIES OF BONITA SPRINGS, INC. as authorized hereby and to affix said certificate to the Bylaws of this Corporation.
4. That the President be and hereby is authorized and directed to execute any further documents, pay the necessary fees and costs, and do any and all things that may be necessary to effectuate the foregoing resolutions.

Dated the 10th day of July, 2003.



Robert B. McClain, President