P0200038793

PAPPAS, RUSSELL & PEPE

GEORGE S. PAPPAS* DAVID B. RUSSELL DEAN G. PEPE *Also Admitted in New York 213 SILVER BEACH AVENUE DAYTONA BEACH, FLORIDA 32118 TELEPHONE (386) 254-2941 DELAND (386) 736-8590 FLAGLER (386) 446-1235 ORANGE CITY (386) 851-0066

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June 4, 2002

900005725989--8 -06/07/02--01057--016 *****35.00 *****35.00

Department of State Division of Corporations Amendment Section Post Office Box 6327 Tallahassee, FL 32314

Re:

Remax Beach Realty, Inc. Document #P02000038793

Our File: 22-092

Dear Sir/Madame:

Enclosed are my client's Articles of Amendment to Articles of Incorporation. Also enclosed is our check in the amount of \$35.00 to cover the cost of filing the same. Please furnish a copy of the Amendment upon filing. A self-addressed, stamped envelope has been enclosed for your convenience.

Thank you very much.

Sincerely yours,

George S. Pappas

GSP:jr Enclosures

CC:

Mr. Robert E.W. McMillan, III

SECRETARY OF STATE
DIVISION OF CORPORATION

2002 JUN -- 7 AM 8: 15

name charge LFT 6-13-2002

ARTICLES OF AMENDMENT

SECRETARY OF STATE DIVISION OF CORPORATIONS
2002 JUN - 7 AM 8: 15

to

ARTICLES OF INCORPORATION

of

REMAX BEACH REALTY, INC.

Document #P02000038793

FIRST:

Amendment adopted: To change the name of the corporation from REMAX BEACH

REALTY, INC. to BEACH REALTY OF FLAGLER, INC.

SECOND:

The date of the amendments adoption is May 31, 2002.

THIRD:

The amendment was adopted by the Board of Directors without shareholder action

and shareholder action was not required.

Signed this 3/5 day of May, 2002.

Robert E.W. McMillan, III

President and Chairman of the Board of

Directors