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BASIC AMENDMENT

VENDEV REALTY, INC.

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Amendment

05/29/02 5/28/02

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

VENDEV REALTY, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

First: Amendment(s) adopted:

This shall be an amendment to Article III of the Articles of Incorporation of VenDev Realty, Inc.

The principal address of the corporation is 365 Gardenia Road, Venice, FL 34293.

Second: The date of this amendment's adoption: May 23, 2002.

Third: Adoption of Amendment

This amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 28th day of May, 2002.

Diane Calderaro
Diane K Calderaro, President

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