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BASIC AMENDMENT

HOMESTEAD MARKET CENTER, INC.

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Q. OneNote OCT 22 2004

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HOMESTEAD MARKET CENTER, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is **HOMESTEAD MARKET CENTER, INC.** (the "Corporation"), Charter # P02000052680.

2. The following Amendment to the Articles of Incorporation was adopted by all of the Directors of the Corporation and the sole Shareholder of the Corporation, the number of votes cast being sufficient for approval, on October 21, 2004, in the manner prescribed by Section 607.1003 of the Act.

3. Article I of the Corporation's Articles of Incorporation is hereby deleted and replaced by a new Article I, as follows:

"ARTICLE I

1. The name of the Corporation is **EQUITY ONE (WATERSTONE) INC.** (the "Corporation")."

4. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

5. The effective date of this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment to Articles of Incorporation of **HOMESTEAD MARKET CENTER, INC.**, as of this 21st day of October, 2004.

HOMESTEAD MARKET CENTER, INC.
a Florida corporation

By: _____

Print Name: Arthur L. Gallagher

Title: Vice President