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L. MICHAEL OSMAN, P.A.

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L. MICHAEL OSMAN

TELEPHONE (305) 823-1401 TELEFAX (305) 362-1843

August 12, 2002

300007103653---4 -08/14/02--01020--001 *****35.00 *****35.00

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, Florida 32314

> Re: Articles of Amendment Classic Townhomes, Inc.

Dear Sirs:

Enclosed please find Articles of Amendment for Classic Townhomes, Inc. to be filed in your Department. A check in the amount of \$35.00 is enclosed for the filing fees of same.

Please incorporate said amendment making the necessary changes to the Article of Incorporation as soon as possible.

Very truly yours,

L. Michael Osman

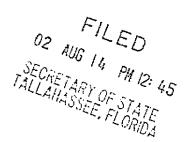
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SECRETARY OF STATE
FALL AHASSEF FI ORIDA

There 8/19/02

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



CLASSIC TOWNHOMES, INC.

(present name)

P02000084413

(Document Number of Corporation (If known)

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: (indicate article number(s) being amended, added or deleted)

Article VII of the Articles of Incorporation are hereby amended to now read as follows:

The

. officer(s) and/or director(s) of the corporation is/are:

Title: PD FRANK IPPOLITO 200 Holiday Drive Hallandale, Florida 33009

Title: Treasurer GLORIA IPPOLITO 200 Holiday Drive Hallandale, Florida 33009

Title: VP TROY IPPOLITO 313 S.E. 6 Street Dania, Florida 33004

Title: VP/S NICOLE IPPOLITO 700 Layne Boulevard, Unit 318 Hallandale, Florida 33009

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Not Applicable

THIRD: The date of each amendment's adoption: August 9, 2002	
FOURTH: Adoption of Amendment(s) (CHECK ONE)	
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by(voting group)
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
X	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 9th day of August , 2002
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Frank Ippolito
	,
	OR (Par a director if a dented bank) 11 (1)
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Frank Ippolito (Typed or printed name)
	(Typod of printed manie)
	Incorporator
	(Title)