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FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

December 9, 2003

THE LAW OFFICE OF STEVE PATRINOSTRO, P.A.  
P.O. BOX 2804  
LAKELAND, FL 33806-2804

SUBJECT: HILL HOMES, INC.  
Ref. Number: P02000116893

We have received your document for HILL HOMES, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6882.

Maryanne Dickey  
Document Specialist

Letter Number: 703A00066185

The Law Office of

**STEVE PATRINOSTRO, P.A.**

Post Office Box 2804  
Lakeland, Florida 33806-2804

**FIRENet103@AOL.com**

Telephone: 863.802.8247

Fax: 863.603.9256

November 25, 2003

**Via Regular U.S. Mail**

Amendment Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**Re: Articles Of Amendment  
Hill Homes, Inc.  
Document No.: P02000116893**

Gentlemen:

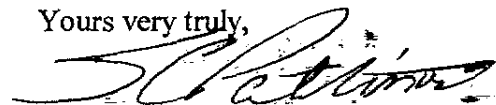
Enclosed for filing please find the original and one (1) copy of the proposed **Articles of Amendment to Articles of Incorporation Of Hill Homes, Inc.** Please approve and file the original and certify the copy.

Also enclosed is my client's check payable to the Florida Department of State for the following charges:

Amendment Filing Fee:	\$ 35.00
Certified Copies (1):	\$ <u>8.75</u>
TOTAL:	\$ 43.75

If you have any questions, please do not hesitate to contact me.

Yours very truly,



**Stephen C. Patrinostro**

SCP/

Enclosures: Articles of Amendment  
Clients' Check

cc: Brian N. Stephens

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
HILL HOMES, INC.**

**Document No.: P02000116893**

*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 Adopted**

**1. Amend/Correct ARTICLE IX - MANAGEMENT BY SHAREHOLDERS as follows:**

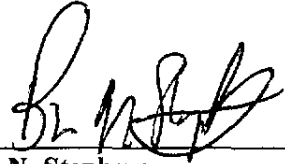
- (a) AMEND "DONNY" TYLER to "DONNIE" TYLER
- (b) DELETE "GANNON HILL, 1880 N. CRYSTAL LAKE DR., #4, LAKE LAND, FL 33809"
- (c) ADD "AARON TYLER, 1851 KINSMAN WAY, LAKE LAND, FLORIDA 33809"

**SECOND:** The above-amendments were adopted upon unanimous consent of the shareholders pursuant to the provisions of ARTICLE V - SHAREHOLDER RESTRICTIONS; wherein the shareholders shall have the right to admit new shareholders by unanimous consent, contributions required of new shareholders shall be determined as of the time of admission to the corporation, and a shareholder's interest in the corporation may be sold or otherwise transferred upon unanimous written consent of all of the shareholders.

**THIRD:** The above-amendments are effective November 19, 2003.

**FOURTH:** The above-amendments were approved and adopted by unanimous consent of the shareholders.

DATED THIS 5 day of January, 2004.

  
\_\_\_\_\_  
**Brian N. Stephens**  
President