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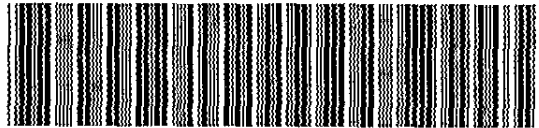
(Business Entity Name)

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DIVISION OF CORPORATIONS
04 JUL 28 AM 9:10

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LAW OFFICES

JEROME L. TEPPS, P.A.

2787 East Oakland Park Boulevard
Suite 202

Fort Lauderdale, Florida 33306
(954) 563-2852 - FAX (954) 563-8357

July 26, 2004

SECRETARY OF STATE
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314
ATTENTION: AMENDMENT SECTION

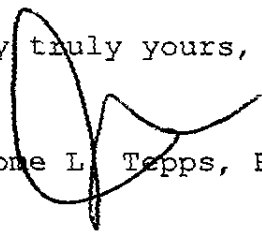
Re: PEMBROKE PALMS, INC.

Gentlemen:

Please find original and one copy of the Articles of Amendment, reference above, along with check # 1473 in the amount of \$87.50 representing \$35.00 for the Amendment, and \$52.50 for a certified copy of the Amendment.

Please return the certified copy of the Amendment to this office. Enclosed is self-addressed, stamped envelope for your convenience.

Very truly yours,


Jerome L. Tepp, Esq.

JLT/ps.
enclosures: as noted

AMENDMENT TO ARTICLES OF INCORPORATION
OF TEPPS PEMBROKE, INC.

The following provisions of the Articles of Incorporation of TEPPS PEMBROKE, INC., a Florida corporation, filed in Tallahassee, Florida on April 16, 2003, be and hereby are amended as follows:

ARTICLE 1 - NAME: The name of the corporation shall be Pembroke Palms, Inc.

WHEREOF, the undersigned President/Sec./Treas./Director of this corporation has executed these Articles of Amendment this 26th day of July, 2004.

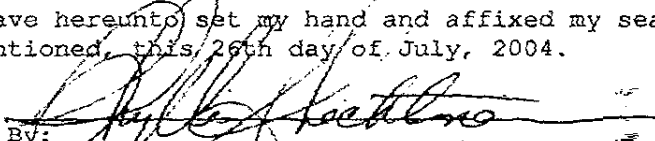
The foregoing Amendment was unanimously adopted by a vote of 100% of the shareholders on the 26th day of July, 2004; the vote was sufficient for approval.


Jerome L. Tepp
Pres./Sec./Treas./Dir.

STATE OF FLORIDA)
COUNTY OF BROWARD)

THE FOREGOING instrument was acknowledged before me this 26th day of July, 2004 by JEROME L. TEPPS, who is personally known to me and who produced Florida Driver License as identification and who did take an oath, and he acknowledged before me that he executed the foregoing for the purposes intended therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County above mentioned, this 26th day of July, 2004.


BY:
NOTARY PUBLIC/STATE OF FLORIDA
My Commission Expires:



Phyllis Spechtman
MY COMMISSION # DD194024 EXPIRES
June 14, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
04 JUL 28 AM 9:10
SECRETARY OF STATE
DIVISION OF CORPORATIONS