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Member FL & CT Bars

Daniel D. Peck

Member FL & CT Bars

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July 28, 2004

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Waterfront Investments of Lee County, Inc.

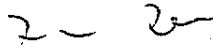
Dear Madam:

We enclose herewith for filing the original and one copy of the Amendment to Articles of Incorporation for the above named corporation, together with a check to your order in the amount of \$43.75 representing the filing fee.

Please return a certified copy of these Articles to the undersigned when they have been filed.

Thank you for your attention to this matter.

Sincerely,



Daniel D. Peck

DDP/ls
Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION

WATERFRONT HOME BUILDERS OF LEE COUNTY, INC.

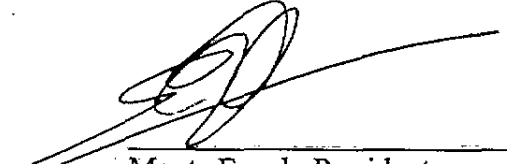
(To be known as WATERFRONT INVESTMENTS OF LEE COUNTY, INC.)

Article I of the Articles of Incorporation of WATERFRONT HOME BUILDERS OF LEE COUNTY, INC. is amended to read as follows:

ARTICLE I

The name of this corporation is WATERFRONT INVESTMENTS OF LEE COUNTY, INC. and its principal address is 2033 Trade Center Way, Naples, Florida 34109.

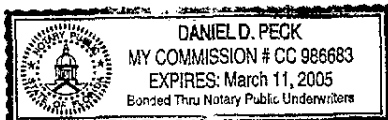
This Amendment has been adopted by unanimous approval of the shareholders of a Board of Directors' Resolution on July 27, 2004 and the Amendment shall be effective on execution and the name of the corporation shall hereafter be known as WATERFRONT INVESTMENTS OF LEE COUNTY, INC.

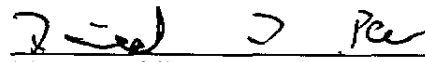


Monte Enoch, President

STATE OF FLORIDA
COUNTY OF COLLIER

Sworn to, subscribed and acknowledged before me by Monte Enoch, President, to me personally known who did take an oath this 27 day of July, 2004.





Notary Public

My Commission Expires: