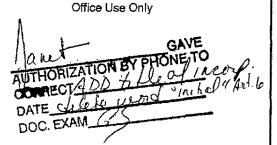
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PETER A. PEAK

ATTORNEY AT LAW

General Practice Civil Litigation Family Law 2002 Manatee Avenue West Bradenton, Florida 34205 Telephone: (941) 742-6671 Facsimile: (941) 741-4906

June 23, 2003

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

Re:

Gulf Sound Apartments, Inc.

P03000054520 - Filing Date: May 9, 2003

Dear Sirs:

Enclosed please find an original Articles of Amendment to Articles of Incorporation for the above-referenced company, together with my office account check in the amount of \$35.00, representing your fee for the filing of said Amendment.

Should you have any questions regarding the enclosed, please contact my office immediately.

Sincerely,

Péter A. Peak

PAP:jh Encl.

cc: Joe Ungvarsky Construction, Inc.

FILED

03 JUN 25 AM 9:54

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF GULF SOUND APARTMENTS. INC.

CALLAHASSEE, FLORIDA

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)

5. **ADDRESS OF PRINCIPAL OFFICE**: The address of the principal office of the corporation is:

2814 Gulf Drive, Apt. C Holmes Beach, Florida 34217

6. **REGISTERED OFFICE AND AGENT**: The name and address of the registered agent and office of this corporation is as follows:

Joseph P. Ungvarsky 2814 Gulf Drive, Apt. C Holmes Beach, Florida 34217

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:

THIRD:	The date of each Amendment's adoption:		
	June 1, 2003		
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 Amendments were adopted by the Incorporators without Shareholder action and Shareholder action was not required.		
Signer	this day of , 2003.		
By the C	hairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the Shareholders OR By a Director if adopted by the Directors		
	OR		
	By an Incorporator if adopted by the Incorporators		
	Joseph P. Ungvarsky (Typed or Printed Name)		
	President/Tncorporator		