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BASIC AMENDMENT

WINDERMERE REAL ESTATE COMPANY, INC.

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF WINDERMERE REAL ESTATE COMPANY, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is Windermere Real Estate Company, Inc. (the "Corporation").

ARTICLE II - ADOPTION AND TEXT OF AMENDMENTS

All of the Directors of the Corporation approved a resolution amending Article I of the Articles of Incorporation by Written Consent dated October 31, 2003, executed in accordance with the provisions of Section 607.0821 of the Florida Statutes, all of the shareholders of the Corporation approved the resolution amending Article I of the Articles of Incorporation by Written Consent dated October 31, 2003, executed in accordance with the provisions of Section 607.0704 of the Florida Statutes, and the number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval. The following is a true and correct copy of the resolution amending Article I of the Articles of Incorporation:

> RESOLVED, that Article I of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:
>
> "ARTICLE I - NAME OF CORPORATION
>
> The name of this Corporation shall be Mere Real Estate Company, Inc."

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ARTICLE III - EFFECTIVE DATE OF AMENDMENT

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing with the Florida Department of State.

Dated this 31st day of October, 2003.

WINDERMERE REAL ESTATE COMPANY, INC.

By: ______________________
David A. Ballinger, President

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