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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF ELIAS BROTHERS COMMUNITIES AT TUSCANY COVE, INC.

Pursuant to the provisions of Florida Statute §607.1006, this Florida profit corporation adopts the

following amendments to its Articles of Incorporation: **NEW CORPORATE NAME:** ELIAS BROTHERS COMMUNITIES AT PALMERO COVE, INC. AMENDMENTS ADOPTED: ARTICLE I The name of the corporation shall be: ELIAS BROTHERS COMMUNITIES AT PALMERO COVE, INC The date of each amendment(s) adoption: December 15, 2003 Effective date, if applicable: December 15, 2003 (no more than 90 days after amendment file date) **Adoption of Amendments**

The amendments were approved by the shareholders. The number of votes cast for the amendments by the shareholders were sufficient for approval.	
The amendments 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 amendments:	
"The number of votes cast for the amendments were sufficient for approval by ."	
(voting group)	
The amendments were adopted by the board of directors without shareholder action	

The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

and shareholder action was not required.

Signed this 15^{th} day of December, 2003.

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

MEIR ALICE

(Typed or printed name of person signing)

(Title of person signing)