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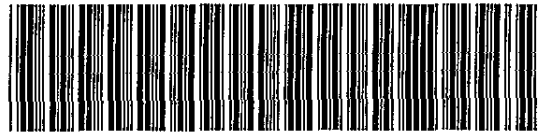
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Amend

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March 5, 2004

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: ARTICLES OF AMENDMENT OF SURF & TURF REAL ESTATE, INC.

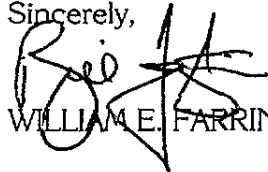
Dear Sir or Madam:

Enclosed herewith is the original Articles of Amendment of Surf & Turf Real Estate, Inc. to be filed with the Secretary of State. The filing check of \$35.00 made payable to the Secretary of State is enclosed.

Once this document is filed, please return a copy of the Articles of Amendment back to me at your earliest convenience in the enclosed self-addressed, stamped envelope.

If you have any questions, please feel free to contact me. I sincerely appreciate your attention and assistance to this matter.

Sincerely,



WILLIAM E. FARRINGTON, II

WEFII/las  
Enclosures

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ARTICLES OF AMENDMENT TO ARTICLES OF  
INCORPORATION OF SURF & TURF REAL ESTATE, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

First: This Article amends the Articles of Incorporation of Surf & Turf Real Estate, Inc., a Florida corporation.

Second: The Articles of Incorporation of Surf & Turf Real Estate, Inc. were filed with the Florida Department of State on February 18, 2004.

Third: Article VI of the Articles of Incorporation provided as follows: BOARD OF DIRECTORS: The powers of the corporation shall be exercised by or under the authority of and the business and affairs of the corporation shall be managed under the direction of a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the corporation.

Fourth: Article VI of the Articles of Incorporation is amended as follows: BOARD OF DIRECTORS: The powers of the corporation shall be exercised by or under the authority of and the business and affairs of the corporation shall be managed under the direction of a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the corporation.

Fifth: Article VII of the Articles of Incorporation provided as follows: DIRECTORS - NAMES AND STREET ADDRESSES: The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

SUZANNE W. McCARTHY  
1722 Ensenada Uno  
Pensacola Beach, Fl 32561

JERRY HALL  
13902 North Dale Mabry, Suite 212  
Tampa, FL 33618

Sixth: Article VII of the Articles of Incorporation is amended as follows: DIRECTORS - NAMES AND STREET ADDRESSES: The name and street address of the member of the first Board of Directors who shall hold office until his successors have been duly elected or appointed and have qualified are as follows:

JERRY HALL  
13902 North Dale Mabry, Suite 212  
Tampa, FL 33618

These Amendments were adopted and approved by a unanimous vote of the corporation's shareholders on March 5, 2004, such number of votes being sufficient for such Amendment's approval.

IN WITNESS WHEREOF, these Articles of Amendment have been duly executed and are being filed in accordance with Section 607.1006, Florida Statutes, this 5<sup>th</sup> day of March, 2004.

  
\_\_\_\_\_  
SUZANNE W. McCARTHY  
Incorporator / Shareholder