

Division of Corporations

P04000040399

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DIVISION OF CORPORATIONS

BASIC AMENDMENT**HARBOUR ISLE HOLDINGS, INC.**

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ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
HARBOUR ISLE HOLDINGS, INC.

1. The following provisions of the Articles of Incorporation of HARBOUR ISLE HOLDINGS, INC., a Florida corporation, filed in Tallahassee on March 3, 2004, be and they hereby are amended in the following particulars:

ARTICLE IV, CAPITAL STOCK, be and it hereby is amended to read as follows:

"The aggregate number of shares that the Corporation may issue is 10,000 with a par value of \$1.00 per share. One Hundred (100) of such shares shall be Class A shares and Nine Thousand Nine Hundred (9,900) of such shares shall be Class B shares. The owners of Class B shares shall have the same rights as the owners of Class A shares except that, to the fullest extent permitted by the laws of the State of Florida, owners of Class B shares shall not have a vote in any matter pertaining to the business, finances or governance of the Corporation."

2. The foregoing amendments were adopted by the Shareholders and Directors of the corporation on the 23rd day of November, 2004.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 23rd day of November, 2004.

R. Mason Simpson, President

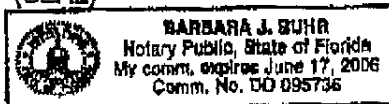
R. Mason Simpson, Secretary

STATE OF FLORIDA
COUNTY OF Indian River

BEFORE ME, the undersigned authority, personally appeared R. Mason Simpson known to me to be the person who executed the foregoing Articles of Amendment, and acknowledged before me that he executed such instrument as President and as Secretary of Harbour Isle Holdings, Inc. for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of November, 2004.

(SEAL)



Barbara J. Buhr
Notary Public, State of Florida
My Commission expires:

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