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**BASIC AMENDMENT**

**TROPICAL HOMES OF SOUTHWEST FLORIDA, INC.**

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Amendment

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

July 14, 2005

TROPICAL HOMES OF SOUTHWEST FLORIDA, INC.  
24123 PEACHLAND BLVD. C-4  
PMB #110  
PORT CHARLOTTE, FL 33953

SUBJECT: TROPICAL HOMES OF SOUTHWEST FLORIDA, INC.  
REF: P05000016426

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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**ARTICLES OF AMENDMENT  
OF  
TROPICAL HOMES OF SOUTHWEST FLORIDA, INC.**

The Articles of Incorporation of TROPICAL HOMES OF SOUTHWEST FLORIDA, INC. which were filed on February 1, 2005 (document number P05000016426), were amended by unanimous vote of its board of directors on July 12, 2005, by deleting Article VII in its entirety and replacing it with the following:

**ARTICLE VII - INITIAL OFFICERS**

The names and post office addresses of the initial officers who shall hold office for the first year of existence of the corporation until their successors are elected or appointed and have qualified, are as follows:

<u>OFFICER</u>	<u>TITLE</u>	<u>ADDRESS</u>
H. Terry Day	President	24123 Peachland Blvd. C-4 PMB #110 Port Charlotte, FL 33953
Thomas Day	Vice President	24123 Peachland Blvd. C-4 PMB #110 Port Charlotte, FL 33953
H. Terry Day	Secretary	24123 Peachland Blvd. C-4 PMB #110 Port Charlotte, FL 33953
H. Terry Day	Treasurer	24123 Peachland Blvd. C-4 PMB #110 Port Charlotte, FL 33953

This amendment was adopted by the sole director of the corporation without shareholder action and shareholder action was not required.

Dated this 13<sup>th</sup> day of July, 2005.

TROPICAL HOMES OF SOUTHWEST  
FLORIDA, INC., a Florida corporation

By: H. Terry Day  
H. Terry Day, as its President