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July 13, 2005

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
Amendment Section  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Blue Heron Homes, Inc.  
P05000019298

Ladies and Gentlemen:

Enclosed please find the original and one copy of Articles of Amendment to Articles of Incorporation for the above corporation, together with a check in the amount of \$43.75 to cover the filing fee (\$35) and one certified copy (\$8.75). When the Articles of Amendment have been filed, please return the certified copy to me.

If there are any questions, please contact me using the contact information in the above letterhead.

Very truly yours,

  
Robert L. Williams

RLW:ds  
Encs.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2005 JUL 14 PM 3:15

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

Blue Heron Homes, Inc.

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(present name)

P05000019298

(Document Number of Corporation (If known))

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

The following Article shall be added to the Articles of Incorporation of Blue Heron Homes, Inc.:

ARTICLE VI

The officers of Blue Heron Homes, Inc. and the addresses of each are:

Name	Address	Office
Daniel T. Richards	228 Harbor Drive S., #7 Venice, FL 34285	President/Secretary/ Treasurer

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: 07/13/2005

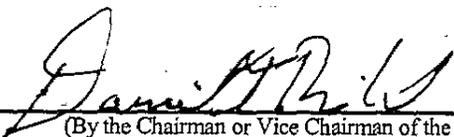
**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/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 amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

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

Signature , President  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Daniel T. Richards  
(Typed or printed name)

President  
(Title)