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PD6000031540

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WORTHINGTON PROPERTY GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WORTHINGTON PROPERTY GROUP, INC.

Document Number of Corporation P06000031540

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: The Amendment adopted be and it hereby is amended to read as follows:

ARTICLE VIII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased from time to time by the Bylaws but shall never be less than one (1) Director and no more than five (5) Directors. The name and address of the initial Director of this Corporation who shall serve until its successor is duly elected and qualified is:

NAME

ADDRESS

D. Diane Fiers

1131 N. Lake Shore Drive
Sarasota, Florida 34231

SECOND: The foregoing Amendment was duly adopted by the Stockholders and Directors of the corporation on the 15th day of May, 2006.

THIRD: The remainder of the Articles of Incorporation shall remain unchanged, unaltered and in full force and effect.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment to Articles of Incorporation this 17th day of May, 2006.

WORTHINGTON PROPERTY GROUP, INC.
a Florida corporation

By: D. Diane Fiers
D. Diane Fiers, Its President

ATTEST:
D. Diane Fiers
D. Diane Fiers, Its Secretary

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STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, personally appeared D. DIANE PERS, who is personally known to me and who executed the foregoing Articles of Amendment to Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17th day of May, 2006.

Mary T. Colanese
Notary Public-State of Florida
My commission expires:

