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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 440969 117189A

AUTHORIZATION

Patricia Pigute

COST LIMIT : \$ 35.00

None

ORDER DATE : August 23, 2001

ORDER TIME : 11:48 AM

ORDER NO. : 440969-005

CUSTOMER NO: 117189A

CUSTOMER: Mr. Chris Vassov
Levitt Homes Incorporated
7777 Glades Road, Suite 410

Boca Raton, FL 33434-4198

RECEIVED
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
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DOMESTIC AMENDMENT FILING

NAME: LEVITT AT BEAR LAKES, INC.

EFFECTIVE DATE:

700004552217--7

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER'S INITIALS:

ADK
8/23/01

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LEVITT AT BEAR LAKES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Article I is amended as follows;

The name of this corporation shall be Cascades by Levitt and Sons, Inc. and the address of this corporation shall be c/o Levitt and Sons, Inc., 7777 Glades Road, Suite 410, Boca Raton, FL 33434

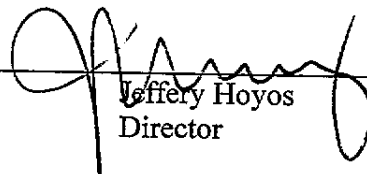
SECOND: The amendment was adopted August 22, 2001

THIRD: Adoption of Amendment:

The amendment was adopted by the board of directors without Shareholder action and shareholder action was not required.

Signed this 22 day of August, 2001

Signature


Jeffery Hoyos
Director