

P93000000630

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(City/State/Zip/Phone #)

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(Business Entity Name)

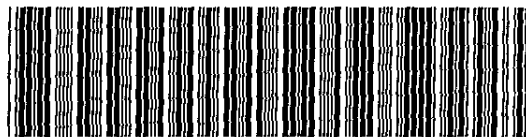
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TALLAHASSEE, FLORIDA

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Amend.
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Division of Corporations
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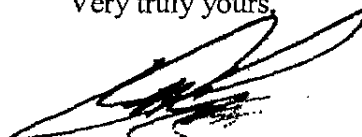
Re: *Midnight Cove Realty, Inc.*

Dear Sir/Madam:

Enclosed please find a check payable to the Secretary of State for \$35.00 together with the original Articles of Amendment to Articles of Incorporation of Midnight Cove Realty, Inc. Please file and return a copy to my attention at your convenience.

Thank you for your cooperation.

Very truly yours,



Kevin L. Edwards
For the Firm

KLE/do
Enclosures

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 13, 2003

BECKER & POLIAKOFF, P.A.
ATTN: KEVIN L. EDWARDS
630 SOUTH ORANGE AVE., 3RD FLOOR
SARASOTA, FL 34236

SUBJECT: MIDNIGHT COVE REALTY, INC.
Ref. Number: P93000006301

We have received your document for MIDNIGHT COVE REALTY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6027.

Michelle Milligan
Document Specialist

Letter Number: 103A00046152

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
MIDNIGHT COVE REALTY, INC.

FILED
03 AUG 25 PM 4: 53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT NO.: P93000006301

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of **MIDNIGHT COVE REALTY, INC.**, originally filed with the Secretary of State of the State of Florida on January 21, 1993, are hereby amended as follows:

Pursuant to Section 607.0821 of the Florida Business Corporation Act, the Board of Directors of the Corporation unanimously approved the following amendments to the Corporation's Articles of Incorporation on July 16, 2003. Shareholder action was not required in amendment adoption.

(Additions indicated by underlining, deletions by ---)

Article IV of the Articles of Incorporation of this Corporation is amended to read as follows:

ARTICLE IV
REGISTERED OFFICE
AND REGISTERED AGENT

The name of the ~~initial~~ registered agent of this corporation is Donald H. Sams ~~Sandra Quinn-Golding~~ and the ~~initial~~ registered office is located at 6302 Midnight Pass Road, Sarasota, Florida, 34242-2368.

Article V of the Articles of Incorporation of this Corporation is amended to read as follows:

ARTICLE V
DIRECTORS

This corporation shall have three directors ~~initially~~. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The names and addresses of the ~~initial~~ directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
<u>John R. Elliott</u>	<u>6396 Midnight Cove Road, Sarasota, Florida 34242</u>
<u>John J. Zabinski</u>	<u>6304 Midnight Cove Road, Sarasota, Florida 34242</u>
<u>Donald H. Sams</u>	<u>2205 Floyd Street, Sarasota, Florida 34239</u>
<u>Elme L. Knight</u>	<u>6410 Jackie Lynn Court, Sarasota, Florida 34241</u>
<u>Sandra Quinn-Golding</u>	<u>5207 Winding Way, Sarasota, Florida 34242</u>
<u>Andrew J. Yates</u>	<u>6304 Midnight Cove Road, Sarasota, Florida 34242</u>

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation as of August 4, 2003.

MIDNIGHT COVE REALTY, INC.

Susanne H. Sterling
Witness Signature

Susanne H. Sterling
Printed Name

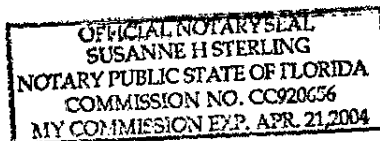
Jean Marinella
Witness Signature

Jean Marinella
Printed Name

BY: John R. Elliott
John R. Elliott, President, Director

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 4th day of August, 2003 by John R. Elliott, as President of Midnight Cove Realty, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification. If no type of identification is indicated, the above-named person is personally known to me.



Susanne H. Sterling
Notary Public
Printed Name Susanne H. Sterling
State of Florida

My Commission Expires 4-21-04

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept services of process for Midnight Cove Realty, Inc. at the place designated in these Articles of Incorporation, I accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.

Donald H. Sams
Donald H. Sams