

Woodward, Pires & Lombardo, P.A.

ATTORNEYS-AT-LAW

CRAIG R. WOODWARD*
MARK J. WOODWARD
ANTHONY P. PIRES, JR.
J. CHRISTOPHER LOMBARDO
STEVEN BLOUNT
RUSSEL M. LAZEGA
L. P. L. SAUNDERS
OF COUNSEL
(CERTIFIED REAL ESTATE ATTORNEY)

P930000015485

January 9, 1997

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-02/12/97--01073--004
*****35.00 *****35.00

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Gentlemen:

Re: Articles of Amendment for GB 100, Inc.

Enclosed are the original and one copy of the Articles of Amendment for the referenced corporation together with a check in the amount of \$35.00 to cover the fees for filing the Articles. After filing, please return a date-stamped copy to our office.

Should you have any questions, do not hesitate in contacting me.

Sincerely,

Wanda L. Hendricks

Wanda L. Hendricks, Sec'y
for Mark J. Woodward

Enclosures as stated

SECRET
TALLAHASSEE, FLORIDA

97 JAN 31 PM 1:29

APPROVED
AND
FILED

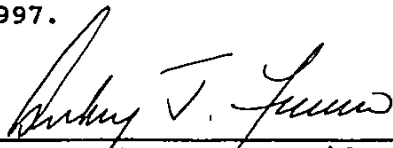
PLEASE RESPOND TO: NAPLES

606 BALD EAGLE DR., SUITE 500, P.O. BOX 1, MARCO ISLAND, FLORIDA 34146 (941) 394-5161 FAX (941) 642-6402
PELICAN BAY 801 LAUREL OAK DR., SUITE 640, NAPLES, FLORIDA 34108 (941) 566-3131 FAX (941) 566-3161

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION FOR
GB 100, INC.

BE IT HERE KNOWN THAT GB 100, INC. (formerly known as 559 91st Avenue, Inc.), a duly registered corporation in the State of Florida, being officially registered February 22, 1993, under document number P93000015485, files this Amendment to its Articles of Incorporation:

1. The name of the corporation is GB 100, INC.
2. This Amendment to the Articles of Incorporation hereby changes the name to Gulf Bay 100, INC.
3. This Amendment was adopted by unanimous vote of all the Board of Directors and Shareholders of GB 100, INC., on the 23rd day of January, 1997.

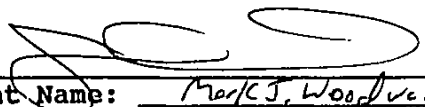


Aubrey J. Ferrao, President and
Sole Shareholder

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before this 23rd day of January, 1997, by Aubrey J. Ferrao, as President and Sole Shareholder of GB 100, Inc., on behalf of the corporation. He is personally known to me and did not take an oath.



Print Name: Mark J. Woodward
Notary Public
Commission No. _____
My Commission Expires: _____



MARK J. WOODWARD
MY COMMISSION # CC279289 EXPIRES
May 6, 1997
BONDED THRU TROY FARM INSURANCE, INC.

(SEAL)