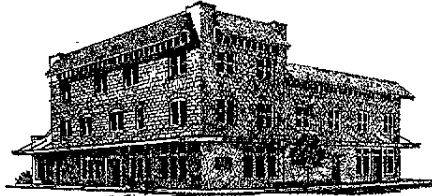


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HARRISON, HENDRICKSON, DOUGLASS & KIRKLAND, P.A.  
ATTORNEYS AT LAW  
1206 Manatee Avenue West  
Bradenton, Florida 34205-7504  
(941) 746-1167

LARRY R. CHULOCK  
ANNE SHEFFLER DOUGLASS  
JAMES D. DYE  
GEORGE H. HARRISON  
G. JOSEPH HARRISON  
THOMAS W. HARRISON  
ROBERT W. HENDRICKSON, III  
W. NELSON KIRKLAND



Please Reply To:  
Post Office Box 400  
Bradenton, Florida 34206-0400  
Fax: (941) 746-9229

January 22, 1998

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Amendment to Articles of Incorporation - Vintage Lake, Inc.

Gentlemen:

Enclosed herewith is our check in the amount of \$87.50 to file the enclosed Amendment to Articles of Incorporation for Vintage Lake, Inc.

Please return one certified copy to this office.

Very truly yours,

HARRISON, HENDRICKSON, DOUGLASS  
& KIRKLAND, P.A.

  
George H. Harrison

GHH:bw  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 26 PM 4:21

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\*\*\*\*\*87.50 \*\*\*\*\*87.50

Amend.  
01-27-98  
CC

AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

VINTAGE LAKE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 26 PM 4:28

The undersigned President and Secretary of VINTAGE LAKE, INC., a corporation organized under the laws of the State of Florida, hereby certify:

1. That the name of the corporation is VINTAGE LAKE, INC.
2. The Articles of Incorporation of said corporation are hereby amended by deleting all words and figures contained in ARTICLE V - CAPITAL STOCK and inserting the following in the place and stead thereof:

"ARTICLE V - CAPITAL STOCK

The authorized capital stock of the Corporation shall be one hundred (100) shares of Series 1 common stock with full voting rights having no par value and nine thousand nine hundred (9,900) shares of Series 2 nonvoting common stock having no par value. The only limitation existing on the Series 2 common stock shall be the absence of voting rights. Both issues of common stock of the Corporation shall, together, be entitled to receive the net assets of the Corporation upon dissolution."

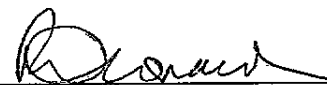
3. In all other respects the Articles of Incorporation are ratified, reaffirmed and remain unchanged.

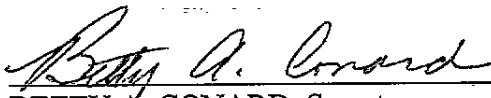
4. The above Amendment to the Articles of Incorporation of VINTAGE LAKE, INC. was adopted by Unanimous Written Consent of the Board of Directors and Shareholders of VINTAGE LAKE, INC. on the 22nd day of January, 1998.

VINTAGE LAKE, INC.

(CORP. SEAL)

BY:

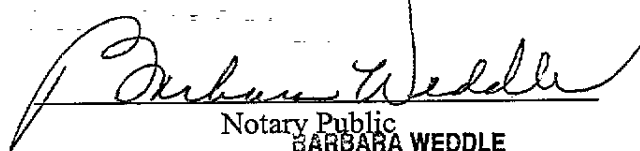
  
RICHARD T. CONARD, President

  
BETTY A. CONARD, Secretary

STATE OF FLORIDA  
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County last aforesaid to take acknowledgments, personally appeared RICHARD T. CONARD and BETTY A. CONARD, well known to me to be the President and Secretary of VINTAGE LAKE, INC. and that they acknowledged executing the same under authority duly vested in them by said corporation, and that the corporate seal affixed thereto is the true corporate seal of the corporation.

WITNESS my hand and official seal in the State and County last aforesaid, this 22nd day of January, 1998.



Notary Public  
BARBARA WEDDLE  
Notary Public, State of Florida  
My comm. expires June 3, 2001  
Comm. No. CC648563

My Commission Expires:

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