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PLEASE REPLY TO:

Palm Beach

February 19, 1999

Via UPS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

3000002784453-6
-02/23/99--01055--003
*****35.00 *****35.00

Re: Thomson Homes, Inc.
Articles of Amendment to Articles of Incorporation

Dear Sir/Madam:

This firm has the privilege of representing Thomson Homes, Inc. in the above-referenced matter.

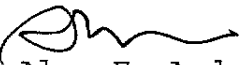
Please find the following enclosed:

1. Articles of Amendment to Articles of Incorporation;
2. Our check in the amount of \$35.00, which covers the filing fee for the Amendment.

Thank you for your assistance in this matter.

Very truly yours,

AVIS & AVIS, P.A.


Alan F. Anderson, Secretary to
Warren E. Avis, Jr.

/aa

FILED
99 FEB 23 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
RCB
2/24

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THOMSON HOMES, INC.**

FILED
99 FEB 23 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Amendment adopted: (indicate article number(s) being amended, added or deleted)

Amend Article V to read:

"OFFICERS AND DIRECTORS"

**LORI A. THOMSON,
PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER, DIRECTOR**

Delete: **STEVEN THOMSON, PRESIDENT, VICE -PRESIDENT SECRETARY,
TREASURER, DIRECTOR**

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

NONE

THIRD: The date of each amendment's adoption: **FEBRUARY 11, 1999.**

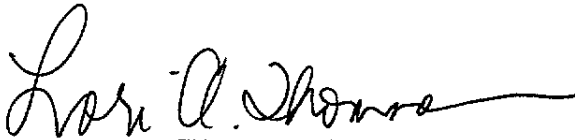
FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
- ☐ "The number of votes cast for the amendments) was/were sufficient for approval by _____" (voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 19th day of February, 1999

SIGNATURE:



Lori A. Thomson, Sole Director, Sole Shareholder, and
President

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders.)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

LORI A. THOMSON

Typed or printed name

PRESIDENT

Title