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COR AMND/RESTATE/CORRECT OR O/D RESIGN

FISHERMANS COVE GOLF & R.V. RESORT, INC.

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Amend @ 7.12.07

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
FISHERMANS COVE GOLF & R.V. RESORT, INC.**

With the consent of Union Capital Investments, LLC, its successors or assigns, the Shareholders and Directors of Fishermans Cove Golf & R.V. Resort, Inc. hereby amend the Articles of Incorporation as follows:

ARTICLE I

Name

The name of the corporation is Fishermans Cove Golf & R.V. Resort, Inc.

ARTICLE II

Amendment

Article VII of the Articles of Incorporation titled "Special Purpose Entity" is deleted in its entirety.

ARTICLE III

Date of Adoption

The amendment was adopted on the 11 day of July, 2007.

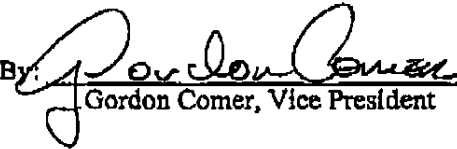
ARTICLE IV

Manner of Adoption

The amendment was duly approved by the Shareholders and Directors of the Corporation and the number of votes cast for the amendment by the shareholders was sufficient for approval.

Dated this 11th day of July, 2007.

By:


Gordon Comer, Vice President

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