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June 4, 1997

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

Re: Belleair Homes, Inc.

700002206137--1  
-06/09/97--01147--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

Enclosed are an original and one copy of Articles of Amendment to Articles of Incorporation of Belleair Homes, Inc. for processing with your agency. Please stamp the extra copy and return to me in the self-addressed, stamped envelope.

Thank you for your assistance.

Sincerely,

J. MARCUS VERNON

JMV:pc  
Enclosures

FILED  
97 JUN -9 AM 9:30  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

n/c

Bm 6/11/97

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

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:**

ARTICLE 1 - NAME OF CORPORATION shall be amended as follows:

The name of the corporation shall be changed from **BELLEAIR HOMES, INC.** to **BELLEAIR DESIGN GROUP, INC.** The principal place of business remains **1016 Ponce de Leon Blvd., Suite # 5, Belleair, Florida 34616.**

The date of amendment adoption is June 5, 1997.

The amendment was adopted by the initial Board of Directors and the Incorporator without shareholder action and shareholder action was not required.

Signed this 5 day of June, 1997.

BELLEAIR DESIGN GROUP, INC.

By: Kathleen W. Smith  
Kathy W. Smith  
Director/Incorporator

FILED  
97 JUN -9 AM 9:30  
TALLAHASSEE, FLORIDA