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P94000068411

The FUND - *Attorney Title*
660 East Jefferson Street, Suite 200
Tallahassee, FL 32301

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-04/28/98--01002--001
*****35.00 *****35.00

Re: KELLEY PROPERTIES, INC.
Our Account #: 18320

Enclosures:

1. Original and one copy of Articles of Amendment to Articles of Incorporation of Kelley Properties, Inc..
2. Check to the FUND in the amount of \$15.00.
3. Check to Secretary of State in the amount of \$35.00, for filing the Amendment.

As always, thanks for your help.

Yours very truly,

[Signature]
Fred L. Ahern, Jr.

FLA, Jr/lpk
Enclosures

RECEIVED
98 APR 27 PM 2:51
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA
FILED
98 APR 27 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/28

[Signature]
Amend

FILED

98 APR 27 PM 3:54

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
KELLEY PROPERTIES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


1. Article IV of the Articles of Incorporation of KELLEY PROPERTIES, INC. is amended to read as follows:

ARTICLE IV:

The maximum number and class of shares of capital stock which this corporation is authorized to have outstanding is one thousand (1000) shares of common capital stock with a par value of One Dollar (\$1.00) per share.

2. The foregoing amendment has been consented to by the stockholders of this corporation by written consent attached hereto and by this reference made a part hereof.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment this 22 day of April, 1998.

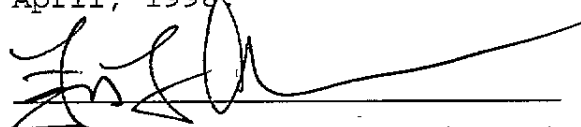

SARA KELLEY, President

ATTEST: 
MARTIN J. KELLEY, Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

I hereby certify that on this day appeared before me, an officer duly authorized to administer oaths and take acknowledgments, SARA KELLEY and MARTIN J. KELLEY, who are personally known to me to be the persons described in and who executed the foregoing Articles of Amendment, and they took an oath and acknowledged to and before me that they signed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 22 day of April, 1998



CONSENT BY SHAREHOLDERS
TO AMENDMENT TO
ARTICLES OF INCORPORATION OF
KELLEY PROPERTIES, INC.

We, the undersigned, being all of the Shareholders of KELLEY PROPERTIES, INC., do hereby consent to the Amendment of the Articles of Incorporation of KELLEY PROPERTIES, INC., whereby ARTICLE IV is amended so as to change the number of shares of common capital stock of the corporation from one hundred to one thousand.

Dated this 22 day of April, 1998.

Shareholders:


SARA KELLEY


MARTIN J. KELLEY