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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**HFI REAL ESTATE COMPANY, INC.**

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
HFI REAL ESTATE COMPANY, INC.

Pursuant to applicable provisions of the Florida Statutes, the undersigned entity adopts the following Articles of Amendment to its Articles Of Incorporation:

FIRST: The date of filing of the articles was September 27, 1994.

SECOND: Amendment(s) adopted; Effective immediately, the following amendments are made:

The following officer changes shall be made to the Secretary of State records for the entity:

DELETE Sandra Layfield as President and Director pursuant to her resignation which is accepted.  
ADD James E. Foster as Vice President with an address of 6350 Gulf of Mexico Drive, Longboat Key FL 34228  
ADD Don C. Logue as President with an address of 6350 Gulf of Mexico Drive, Longboat Key FL 34228

THIRD: 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

FOURTH: The date of each amendment's adoption: May 2, 2008.

FIFTH: Adoption of Amendment(s) (check one)  
\_\_\_\_ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.  
 X  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 number of votes cast for the amendment(s) was/were sufficient for approval by the following voting group:  N/A

Signed this 19<sup>th</sup> day of May, 2008

HFI REAL ESTATE COMPANY, INC.

By: Don C. Logue  
Don C. Logue, as President

Prepared by: Chris Caswell  
Christopher K. Caswell, P.A.  
240 S. Pineapple Ave., Suite 802  
Sarasota, FL 34236  
941-366-7727  
Fla. Bar No. 371211  
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