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January 7, 1997

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

Attn.: Amendments

Re:

Amendment of Articles of Amendment

Document No.: P95-00001349

Date of Incorporation: February 16, 1995

FILED

OF STATE OF ST

800002075828--1 -02/04/97--01081--011 *****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find Articles of Amendment which is being submitted for filing concerning the above-referenced corporation.

In addition, enclosed you will find our law firm check numbered 1272 in the amount of \$ 35.60 made payable to the "Department of State" representing the filing fee for said Articles of Amendment.

Upon your receipt and processing of the enclosed documents, kindly provide our office with conformed copies. In the event you should have any questions or require additional information, please do not hesitate to contact our office.

Thank you in advance for your attention and cooperation regarding this matter.

Sincerely,

AMSTER, GOMEZ & GOTTFRIED, P.A.

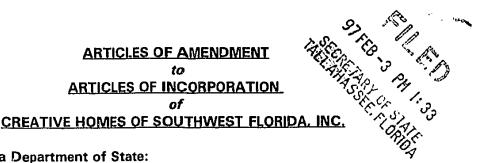
Paul D. Gottfried, Esq

PDG/pg enclosures

AM 1917



ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION



TO: The Florida Department of State:

Pursuant to the provisions of Section 607.1006 Florida Statutes, the Board of Directors of CREATIVE HOMES OF SOUTHWEST FLORIDA, INC., a Florida Corporation, (P95000013499), has adopted the following Articles of Amendment to its Articles of Incorporation:

1. ARTICLE NINE; INITIAL BOARD OF DIRECTORS: Article Nine shall be amended in part to delete the following named person from the Board of Directors:

Name:

Address:

Lynn Reber

2624 SW 42nd Lane, Cape Coral, Florida 33914

The above-detailed amendment was adopted by the Board of Directors on June 27/996 without shareholder action and shareholder action was not required. The effective date of these Amendments is the same.

Signed this 10 th day of January, 1997.

Lawrence R. Huss, President

STATE OF FLORIDA **COUNTY OF COLLIER**

The foregoing Articles of Amendment was acknowledged before me this 10 th day of January, 1997 by Lawrence R. Huss, President of CREATIVE HOMES OF SOUTHWEST FLORIDA, INC., a Florida Corporation, on behalf of the Corporation. He is personally known to me to be the same OR has produced

as identification and who did take an oath.

My Commission Expires: OF FLORIDA