P95000017126

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME ______
FIRM ______
ADDRESS ______

PHONE ( ) ______

Service: Top Priority ______ One Day Service   Regular ______ Two Day Service

To us via ______ Return via ______

Matter No.: ______ Express Mail No. ______

State Fee $ ______ Our $ ______

N. HENDRICKS FEB 2 6 1997

TX!

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY			

WALK-IN
Will Pick Up 2/26 12:00

RE: Royal Palms at Briarwood, Inc.

	C.C. FEE.	DISBURSED
____ Capital Express℠		
____ Art. of Inc. File		
____ Corp. Record Search		
____ Ltd. Partnership File		
____ Foreign Corp. File		
____ ( ) Cert. Copy(s)		
✓ Art. of Amend. File		
____ Dissolution/Withdrawal		
____ C U S-		
____ Fictitious Name File		
400002098074--0		
____ Name Reservation	-02/26/97--01011--006	
____ Annual Report/Reinstatement	*****35.00	*****35.00
____ Reg. Agent Service		
____ Document Filing		
____ Corporate Kit		
____ Vehicle Search		
____ Driving Record		
____ Document Retrieval		
____ UCC 1 or 3 File		
____ UCC 11 Search		
____ UCC 11 Retrieval		
____ ____ File No.'s, ____ Copies		
____ Courier Service		
____ Shipping/Handling		
____ Phone ( )		
____ Top Priority		
____ Express Mail Prep.		
____ FAX ( ) pgs.		
SUBTOTALS		

97 FEB 26 PM 12:52
TALLAHASSEE, FLORIDA
FILED

FEE	$
DISBURSED	$
SURCHARGE	$
TAX on corporate supplies	$
SUBTOTAL	$
PREPAID	$
BALANCE DUE	$
	$

RECEIVED
98 FEB 26 AM 8:45

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

FILED
97 FEB 26 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
ROYAL PALMS AT BRIARWOOD, INC.**

Royal Palms at Briarwood, Inc., a corporation duly organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to the written consent of all of the voting shareholders and Directors of the Corporation, in lieu of a special meeting, which vote was sufficient for approval, the following resolution was adopted on February 19th, 1997, amending the Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation filed with the Secretary of State of Florida be amended as hereinafter set forth:

*"The name of this Corporation is: **BRIARWOOD DEVELOPMENT CORPORATION.**"*

RESOLVED FURTHER, the new seal, an impression of which is to be made on the margin of this Articles of Amendment to Articles of Incorporation is hereby adopted as the seal of the Corporation.

RESOLVED FURTHER, the form of share certificate annexed to this Articles of Amendment to Articles of Incorporation is hereby approved.

Whereupon, this 19th day of February, 1997, the Corporation has caused its President to execute these Articles of Amendment to Articles of Incorporation so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

ROYAL PALMS AT BRIARWOOD, INC.,
a Florida corporation

By: Will Spinelli
William Spinelli, President

ACTION BY WRITTEN CONSENT OF
THE SHAREHOLDERS AND DIRECTOR OF
ROYAL PALMS AT BRIARWOOD, INC.
IN LIEU OF A SPECIAL MEETING

The undersigned, being all of the shareholders and members of the Board of Directors of **ROYAL PALMS AT BRIARWOOD, INC.**, a Florida corporation (the "Corporation"), do hereby consent in writing to the adoption of the following resolutions, taking said action in lieu of a special meeting as permitted by Sections 607.0704 and 607.0821 of the *Florida Statutes*:

RESOLVED, that Article I of the Articles of Incorporation filed with the Secretary of State of Florida be amended as hereinafter set forth:

"The name of this Corporation is: **BRIARWOOD DEVELOPMENT CORPORATION**".

RESOLVED FURTHER, that the President of the Corporation is authorized to take such action as may be necessary to effect this resolution, including, but not limited to, execution and filing with the Secretary of State of the State of Florida the Articles of Amendment to Articles of Incorporation to reflect the foregoing resolution.

RESOLVED FURTHER, the new seal, an impression of which is to be made on the margin of this Articles of Amendment to Articles of Incorporation is hereby adopted as the seal of the Corporation.

RESOLVED FURTHER, the form of share certificate annexed to this Articles of Amendment to Articles of Incorporation is hereby approved.

IN WITNESS WHEREOF, the undersigned, constituting all of the shareholders and Director of **ROYAL PALMS AT BRIARWOOD, INC.** hereby executes this Action as and for the written consent of the shareholders and Director, effective the 19th day of February, 1997.

William Spinelli

William Spinelli
Shareholder and Director

Thomas A. Spinelli

Thomas A. Spinelli
Shareholder