

CAPITAL CONNECTION, INC.

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Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

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N. HENDRICKS FEB 26 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		
Name Reservation		
Annual Report/Reinstatement		
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		

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

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, 16% per Annum.

THANK YOU
from
Your Capital Connection

RECEIVED
98 FEB 26 AM 8:45
TALLAHASSEE, FLORIDA
97 FEB 26 PM 12:52

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

FILED
97 FEB 26 PM 12:52
TALLAHASSEE, FLORIDA

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: William 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.

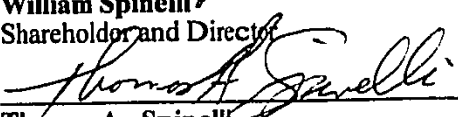
RESOLVED FURTHER, the new seal, an impression of which is to be made on the margin of this Articles of Amendment to Articles of Incorporation is hereby adopted as the seal of the Corporation.

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
Shareholder and Director



Thomas A. Spinelli
Shareholder