

P95000033218

GRAY, HARRIS & ROBINSON

J. CHARLES GRAY
GORDON H. HARRIS
RICHARD M. ROBINSON
PHILLIP R. FINCH
PAMELA O. PRICE
JAMES F. PAGE, JR.
WILLIAM A. BOYLES
THOMAS A. CLOUD
BYRD F. MARSHALL, JR.
J. MASON WILLIAMS, III
LEO P. ROCK, JR.
G. ROBERTSON DILG
CHARLES W. SELL
JACK A. KIRSCHENBAUM
RICHARD E. BURKE
GUY S. HAGGARD
FREDERICK W. LEONHARDT
BORRON J. OWEN, JR.
MICHAEL K. WILSON
JEFFREY D. KEINER
PAUL S. QUINN, JR.
DAVID L. SCHICK
JACK K. McMULLEN
SUSAN T. SPRADLEY
MICHAEL E. NEUKAMM
DONALD A. NOHRR
PHILIP F. NOHRR
WILLIAM G. BOLTIN, III
R. LEE BENNETT
TRACY A. MARSHALL
JOHN A. KIRST, JR.
WILBUR E. BREWTON
KENNETH J. PLANTE

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
SUITE 1200

201 EAST PINE STREET
POST OFFICE BOX 3068

ORLANDO, FL 32802-3068

TELEPHONE (407) 843-8880
FAX (407) 244-5690

WRITER'S DIRECT DIAL

E-MAIL ADDRESS

mlwilson@ghrlaw.com

MICHAEL E. WRIGHT
WILLIAM A. GRIMM
KENT L. HIPP
DONALD H. GIBSON
ALISON M. YURKO
THEODORE L. SHINKLE
JOHN M. BRENNAN
SCOTT W. SPRADLEY

ROBERT L. BEALS
KIMBERLY NOWORYTA SUNNER
CHRISTOPHER J. COLEMAN
BRUCE M. HARRIS
R. DEAN CANNON, JR.
FRANK A. HAMNER
RICHARD A. RODGERS
KELLY M. FITZGERALD
KELLY BREWTON PLANTE
J. SCOTT SIMS
CATHERINE M. PECK
LORI T. MILVAIN
MATTHEW S. SMITH
CHRISTINE A. NOWORYTA
W. CHRISTOPHER BROWDER
MARTHA H. MCINTOSH
LISA A. SPECHT
GREGORY W. MEIER

OF COUNSEL
MALCOLM R. KIRSCHENBAUM
SYDNEY L. JACKOWITZ
LILA INGATE MCHENRY

July 16, 1998

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

300002595423--8

-07/22/98--01061--006
*****87.50 *****87.50

Re: Lakeview Terrace Retirement Services, Inc./Articles of Amendment

Dear Sir/Madam:

Enclosed for filing with your office is an original and one copy of Articles of Amendment to Articles of Incorporation of Lakeview Terrace Retirement Services, Inc. Also enclosed is a check payable to Department of State, in the amount of \$87.50, for payment of the filing fee (\$35.00) and a certified copy (\$52.50). Please send the certified copy to me at the address listed above.

If you have any questions regarding this filing, please do not hesitate to contact me.
Thank you for your assistance.

Sincerely,

VS JUL 23 1998

Melissa Wilson

Melissa L. Wilson
Secretary/Paralegal

Amend.

/mw

Enclosures

cc: Michael E. Neukamm, Esq.

MELBOURNE
(407) 727-8100

ORLANDO
(407) 843-8880

TALLAHASSEE
(850) 222-7717

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LAKEVIEW TERRACE RETIREMENT SERVICES, INC.**

FILED
98 JUL 22 AM 8:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, Kenneth Schultz, Secretary of Lakeview Terrace Retirement Services, Inc., a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is LAKEVIEW TERRACE RETIREMENT SERVICES, INC.

ARTICLE SECOND: ARTICLE IV of the existing Articles of Incorporation is hereby amended by deleting the existing ARTICLE IV in its entirety and restating it as follows:

"ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock."

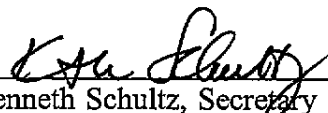
ARTICLE THIRD: These Articles of Amendment to the Articles of Incorporation shall be effective as of the date of filing of these Articles of Amendment with the Department of State of the State of Florida.

ARTICLE FOURTH: The foregoing proposed amendment to the Articles of Incorporation reflected in Article Second above was duly adopted and approved by both the Board of Directors and all of the Shareholders of the Corporation by written consents to action in lieu of a special meeting, each consent dated July 13, 1998, and the necessary number of shares as required by statute were voted in favor of the amendment.

Thus, these Articles of Amendment to the Articles of Incorporation were duly adopted in accordance with Sections 607.1003 and 607.1006 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to the Articles of Incorporation to be signed by its Secretary this 13th day of July, 1998.

LAKEVIEW TERRACE RETIREMENT
SERVICES, INC., a Florida corporation

By: 
Kenneth Schultz, Secretary

FAUSRM\MLWILSON\LAKE\ART\AMD