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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Inland Homebuilding Group Inc

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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
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OTHER FILINGS	
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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION

OF

INLAND HOMEBUILDING GROUP, INC.

Pursuant to Section 607.1006 of the Florida Statutes, INLAND HOMEBUILDING GROUP, INC., a corporation organized and existing under and by virtue of the laws of the State of Florida (the "Corporation"), does hereby certify:

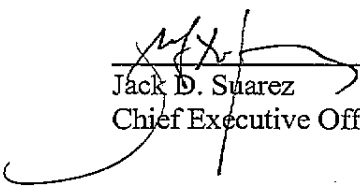
1. **Name.** The name of the Corporation is **Inland Homebuilding Group, Inc.**
2. **Amendments Adopted.** The amendment adopted provides for the Corporation to increase its authorized common stock from 10,000 to 200,000 and to reduce the par value of the shares of common stock from \$1.00 to \$.001 per share.
3. **Text of Amendments.** Article IV is hereby amended by deleting such Article IV and substituting the following new Article IV which reads as follows:

ARTICLE IV – CAPITAL STOCK

The total number of shares of all classes of capital stock which the Corporation shall have the authority to issue is Two Hundred Thousand (200,000) shares of common stock, \$.001 par value per share (the "Common Stock").

4. **Adoption of Amendments.** The foregoing amendment was approved by unanimous written consent of the Board of Directors and all of the shareholders of the Corporation pursuant to Sections 607.0704 and 607.0821, Florida Statutes, on December 17, 1999.
5. **Effective Date.** The effective date of the amendments herein certified shall be the date of filing these Articles of Amendment to Articles of Incorporation with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned Chief Executive Officer of the Corporation has executed these Articles of Amendment to Articles of Incorporation as of the 21st day of December, 1999.



Jack D. Suarez
Chief Executive Officer