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Hamden H. Baskin, III, P.A.

516 No. Ft. Harrison Avenue
Clearwater, Florida 34615

7:56 PM
97 FEB 14 1997
FILED
PH 12:56
TALLAHASSEE, FLORIDA
Telephone: 813/447-2944
Fax: 813/446-9049

Via Federal Express

February 12, 1997

State of Florida
Department of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32301

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*****43.75 *****43.75

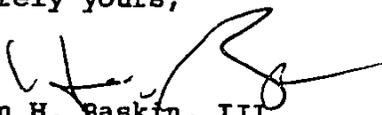
RE: Amendment to Articles of Incorporation
CLEARWATER'S ON THE BLUFF, INC.

Dear Sir:

Pursuant to our telephone conversation, enclosed please find Articles of Amendment of CLEARWATER'S ON THE BLUFF, INC. to GULFSIDE PROPERTIES AND INVESTMENTS, INC. I also am requesting a new Certificate from the Secretary of State. Enclosed is our check in the amount of \$43.75 for the filing fee (\$30.00) and new certificate (\$8.75). Kindly process same and return to our office in the Federal Express envelope provided for your convenience.

If you should have any questions, please feel free to contact our office and with the kindest of personal regards, I remain

Sincerely yours,


Hamden H. Baskin, III
Attorney at Law

HHBIII:dlw

Enclosures: as stated

cc: Ernst Scheller

N/C

VS FEB 20 1997

CLEARWATER'S ON THE BLUFF, INC
ARTICLES OF AMENDMENT

FILED
97 FEB 14 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provisions of the Articles of Incorporation of CLEARWATER'S ON THE BLUFF, INC., a Florida Corporation, filed in Tallahassee on the 26th day of June, 1995, be and are hereby amended in the following particulars:

Article I be and it hereby is deleted in its entirety.

A New Article I be and it hereby is added to read as follows:

ARTICLE I

The name of the corporation is:

GULFSIDE PROPERTIES AND INVESTMENTS, INC.

Approved by the shareholders on the 12th day of February, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 12th day of February, 1997.



ERNST D. SCHELLER, Shareholder and Director

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared ERNST D. SCHELLER, known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12th day of February, 1997.


Notary Public, State of Florida
My Commission Expires:

