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February 5, 1997

Amendment Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Articles of Amendment of  
Gulf Front Realty, Inc.

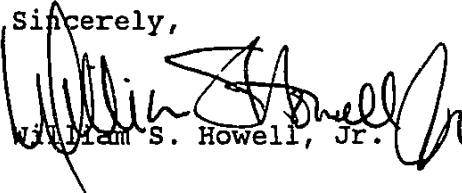
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-02/11/97--01030--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Greetings:

Enclosed please find Articles of Amendment for filing with your office and my firm's check in the amount of \$35.00 for your filing fee.

Thank you for your assistance in this matter. If you have any questions, please feel free to contact me.

Sincerely,

  
William S. Howell, Jr.

WSHJr/nwh

enclosures: as stated

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of GULF FRONT REALTY, INC., a Florida corporation, filed in Tallahassee on July 10, 1995, be and they hereby are amended in the following particulars:

Article III, be and it hereby is amended to read as follows:

"The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is four thousand (4000) shares of common stock having a nominal par value of one dollar (\$1.00) per share."

2. The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 4th day of February, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 4th day of February, 1997.

GULF FRONT REALTY, INC.

BY:

Timothy E. Barrett  
TIMOTHY E. BARRETT, President

Alice M. Barrett  
ALICE BARRETT, Secretary

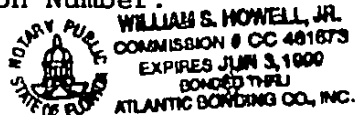
STATE OF FLORIDA  
COUNTY OF WALTON

BEFORE ME, the undersigned authority, personally appeared TIMOTHY E. BARRETT and ALICE BARRETT, known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed such instrument for the purposes therein stated.

4th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of February, 1997.

William S. Howell, Jr.  
William S. Howell, Jr.  
Notary Public

My Commission Expires:  
My Commission Number:



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