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July 16, 2001

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

200004484402--3
-07/18/01-01053-004
*****35.00 *****35.00

Re: Filing Amendment for American Southern Homes, Inc.

Enclosed, please find:

1. original Amendment to Articles
2. copy of consent of the board of directors regarding same.
3. check in the amount of \$35.00 made payable to the Secretary of State.

Very truly yours,

DECUBELLIS & MEEKS, P.A.


Perette Lawrence

PML/dmb

Encl.

G:\WP\02775006\LET_SEC.01

FILED
01 JUL 18 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
T. LEWIS JUL 19 2001

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
AMERICAN SOUTHERN HOMES, INC.

FILED
01 JUL 18 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, American Southern Homes, Inc., a Florida corporation ("Corporation") hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted: the principal office and mailing address of the Corporation shall be changed to:

250 Park Avenue South
Suite 675
Winter Park, Florida 32789

SECOND: The date of adoption and effective date of this amendment is January 1, 2001

THIRD: Adoption of Amendments: (check one)

_____ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

_____ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

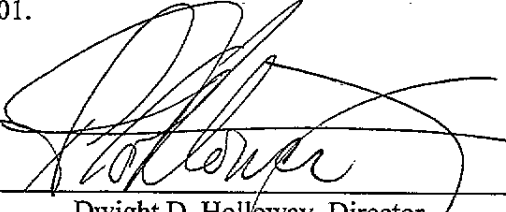
"The number of votes cast for the amendment(s) was/were sufficient for approval by

(Voting Group)

~~XXXXX~~ The amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required.

_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 1st day of January, 2001.



Dwight D. Holloway, Director

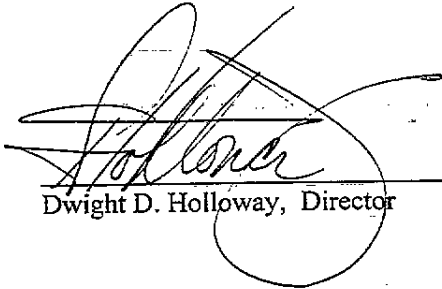
BOARD OF DIRECTORS
ACTION BY CONSENT
AMERICAN SOUTHERN HOMES, INC.

Pursuant to the provisions of Sections 607.0821 *Florida Statutes*, the undersigned, constituting all the members of the Board of Directors of AMERICAN SOUTHERN HOMES, INC., a Florida corporation, ("Corporation") hereby consent to the following actions by the Board of Directors of the Corporation and instruct the Secretary of the Corporation to enter this written consent in the minute book of the Corporation:

RESOLVED:

1. That it is in the best interest of the Corporation that the location and mailing address of the Corporation be changed to 250 Park Avenue South, Winter Park, Florida 32789.
2. That the officers and board of directors authorize Dwight D. Holloway, Director, to perform all actions necessary regarding the change in location referenced above, including amending the Articles of Incorporation to reflect said change.
3. That all prior actions taken by the officers and board of directors are hereby approved, ratified and confirmed.

Dated this 1st day of January, 2001.


Dwight D. Holloway, Director