

OCT. 26. 1998 11:26AM

HARLLEE PORGES

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NAME: HERITAGE RIVERS BEND GROUP, INC.

AUDIT NUMBER.....H98000019821

DOC TYPE.....BASIC AMENDMENT

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*Amendment*  
*10/26/98*

*DC*

FAX AUDIT NO.: H96000019821

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
HERITAGE RIVERS BEND GROUP, INC.**

Pursuant to Section 607.1006, Florida Statutes, the Corporation desires to amend its Articles of Incorporation, the original Articles having been filed with the Department of the State of Florida on March 15, 1996, under document number P96000023663.

1. The name of this Corporation is Heritage Rivers Bend Group, Inc.
2. The Articles of Incorporation are amended to add an Article XVII in its entirety which shall read as follows:

**ARTICLE XVII. RESTRICTIONS ON AUTHORITY OF DIRECTORS AND  
OFFICERS IN FINANCIAL TRANSACTIONS**

No officer or director shall have authority to sign any credit or security document on behalf of the Corporation for its own account or in its corporate capacity as the General Partner of any limited partnership unless HARLEE PORGES, HAMLIN, KNOWLES, BALD & PROUTY, P.A., Attorneys at Law, is serving as the closing agent for such financial transaction on behalf of the Corporation or such partnership.

3. The foregoing Amendment was adopted by the vote of all the Shareholders and Directors of the Corporation on October 20, 1998.

IN WITNESS WHEREOF, the undersigned authorized officer of the Corporation has signed these Articles of Amendment of Articles of Incorporation on this 20<sup>th</sup> day of October, 1998.

HERITAGE RIVERS BEND GROUP, INC.  
a Florida corporation

By:   
Michael McPhillips as its Vice President

PREPARED BY:

Curtis D. Hamlin, Esq. (Bar No. 0237922)  
Harlee, Porges, Hamlin, Knowles, Bald & Prouty, P.A.  
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