

P96000042433

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BASIC AMENDMENT

ATLANTIC GULF RECEIVABLES CORPORATION

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Amendment  
04/29/02  
DC

4/26/2002

Fax Audit No. H02000106106

ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION  
OF

ATLANTIC GULF RECEIVABLES CORPORATION

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, ATLANTIC GULF RECEIVABLES CORPORATION, a Florida corporation, Document Number P96000042433 (the "Corporation"), in accordance with the written consent of the sole shareholder of the Corporation dated as of April 15, 2002, the Corporation hereby adopts the following amendment to its Amended and Restated Articles of Incorporation:


1. Article VI of the Amended & Restated Articles of Incorporation of the Corporation is hereby deleted in its entirety and the following is substituted therefor:

ARTICLE VI  
Board of Directors

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) members, the exact number to be determined from time to time in accordance with the Bylaws.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 26 day of April, 2002.

ATLANTIC GULF RECEIVABLES  
CORPORATION

By:   
E.M. Giblein, Jr., Vice President

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