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BASIC AMENDMENT

CENTERLINE HOMES AT BOCA, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 7, 1999

CENTERLINE HOMES AT BOCA, INC.
12534 WILES ROAD
CORAL SPRINGS, FL 33076

SUBJECT: CENTERLINE HOMES AT BOCA, INC.
REF: P96000070056

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Karen Gibson
Corporate Specialist

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DIVISION OF CORPORATIONS

FAX AUDIT NUMBER: H990000253155

ARTICLES OF AMENDMENT
OF
CENTERLINE HOMES AT BOCA, INC.FILED
99 OCT -8 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is Centerline Homes at Boca, Inc. (the "Corporation").


2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

Article I. CORPORATE NAME.

The name of the Corporation shall be Centerline Homes Past Projects, Inc.

3. The foregoing amendment was unanimously adopted by all of the Directors and all of the Stockholders of the Corporation eligible to vote by a Written Consent signed by them on October 1, 1999, manifesting their intention that this amendment to the Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes. The number of votes cast for the amendment was sufficient for approval by the Stockholder.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 1st day of October, 1999.


LEWIS MOSCOVITCH, President

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PREPARED BY: Peter Lindley
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