

Woodward, Pires & Lombardo, P.A.

ATTORNEYS-AT-LAW

CRAIG R. WOODWARD*
MARK J. WOODWARD
ANTHONY P. PIRES, JR.
J. CHRISTOPHER LOMBARDO
STEVEN BLOUNT
RUSSEL M. LAZEGA
BERT S. WIDDERS
OF COUNSEL
*FLORIDA CERTIFIED REAL ESTATE ATTORNEY

P96000080421
January 29, 1997

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

500002085215--3
-02/12/97--01073--006
*****35.00 *****35.00

Gentlemen:

Re: Articles of Amendment for GB 300, Inc.

Enclosed are the original and one copy of the Articles of Amendment for the referenced corporation together with a check in the amount of \$35.00 to cover the fees for filing the Articles. After filing, please return a date-stamped copy to our office.

Should you have any questions, do not hesitate in contacting me.

Sincerely,

Wanda L. Hendricks

Wanda L. Hendricks, Sec'y
for Mark J. Woodward

Enclosures as stated

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 31 PM 1:29

APPROVED
AND
FILED

RECEIVED

97 JAN 31 AM 8:05

DIVISION OF CORPORATIONS

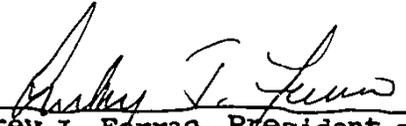
CM
P96000080421
RC
1-31-97

PLEASE RESPOND TO: NAPLES

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION FOR
GB 300, INC.

BE IT HERE KNOWN THAT GB 300, INC., a duly registered corporation in the State of Florida, being officially registered September 27, 1996, under document number P9600080421, files this Amendment to its Articles of Incorporation:

1. The name of the corporation is GB 300, INC.
2. This Amendment to the Articles of Incorporation hereby changes the name to Gulf Bay 300, INC.
3. This Amendment was adopted by unanimous vote of all the Board of Directors and Shareholders of GB 300, INC., on the 23rd day of January, 1997.


Aubrey J. Ferrao, President and
Sole Shareholder

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF COLLIER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 31 PM 1:29

APPROVED
AND
FILED

The foregoing instrument was acknowledged before this 23rd day of January, 1997, by Aubrey J. Ferrao, as President and Sole Shareholder of GB 300, Inc., on behalf of the corporation. He is personally known to me and did not take an oath.


Print Name: Mark J. Woodward
Notary Public
Commission No. _____
My Commission Expires: _____



MARK J. WOODWARD
MY COMMISSION # CC279288 EXPIRES
May 8, 1997
BOLDED THRU TROY FAH INSURANCE, INC.

(SEAL)