P9600008 9804

Attorneys at Law

STEPHEN C. BOOTH J. HARRIS COOK RIDGEWOOD EXECUTIVE CENTER 7510 RIDGE ROAD PORT RICHEY, FLORIDA 34668 813/842-9105 FAX: 813/848-7601

January 16, 1998

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: The Longleaf Company

700002412067--0 -01/26/98--01111--010 *****35.00 *****35.00

Gentlemen:

Enclosed please find Articles of Amendment of River Woods of Pasco, Inc. changing the name of the corporation to The Longleaf Company. Our check in the sum of \$35.00 is also enclosed to cover the filing fee.

If anything further is required to effectuate the change of name, please do not hesitate to contact me.

Sincerely,

STEPHEN C. BOOTH

/klw enc. FILE D
98 MAR -2 PM 2: 41
SECRETARY OF STATE

D 20 AF 98



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 29, 1998

STEPHEN BOOTH 7510 RIDGE ROAD PORT RICHEY, FL 34668

SUBJECT: RIVER WOODS OF PASCO, INC.

Ref. Number: P96000089804

We have received your document for RIVER WOODS OF PASCO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain Corporate Specialist

Letter Number: 498A00005161

DOCUMENTS ENCLOSED	Date: 02/26/98
Re: River Woods of Pasco, I	nc
The following enclosures are forwarded for action	indicated by check mark below.
Articles of Amendment and co	py of your letter indicating
your receipt of our check fo	r \$35.00
File Sign and return	Read and note
Ms. Carol Mustain Corporate Specialist	
TO Division of Corporations P. 0. Box 6327	BOOTH & COOK, P.A.
Tallahassee, FL 32314	Attorneys at Law 7510 RIDGE ROAD PORT RICHEY, FL 34668 Phone: (813) 842-9105

98 MAR -2 PM 2:41

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

- 1. Article I of the Articles of Incorporation of **RIVER WOODS OF PASCO, INC.**, a Florida corporation, is hereby amended to read as follows:
 - 1. Name. The name of the corporation shall be LONGLEAF DEVELOPMENT COMPANY and the principal place of business of said corporation shall be 12959 State Road 54, Odessa, Florida 33556.
- 2. The foregoing Amendment was adopted and approved by unanimous consent of the shareholders of this corporation on the 16th day of February, 1998.

IN WITNESS WHEREOF the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 23 1/2 day of February, 1998.

JAYB. STARKEY, III, President

FRANK STARKEY, Secretary

STATE OF FLORIDA COUNTY OF PASCO

BEFORE ME the undersigned authority, personally appeared JAY B. STARKEY, III and FRANK STARKEY, President and Secretary, respectively, of LONGLEAF DEVELOPMENT COMPANY, a Florida corporation, known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed the Articles of Amendment for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23/10 day of February, 1998.

COLLEEN L CHRISTMAS
My Commission CC537197
Expires Mar. 24, 2000

Notary Public