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ROBERT M. STEENBERGH, P.A.
OF COUNSEL

December 22, 1997

Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

700002383087--3
-12/26/97--01036--006
*****35.00 *****35.00

Re: Articles of Amendment

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of Corporation 7711, Inc. Also enclosed is a check in the amount of \$35.00 for the filing fee.

If you have any questions, please give me a call.

Sincerely,

Carol L. Borglum

Carol L. Borglum
Secretary to Martin F. Stamp

\cb
Enclosures

*Amend + N.C.
01-06-98
CC*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 PM 5:14

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
CORPORATION 7711, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendments adopted:

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be PORT ST. LUCIE LAND DEVELOPMENT COMPANY, INC. and its principal place of business and mailing address is 201 S.W. PORT ST. LUCIE BOULEVARD, PORT ST. LUCIE, FLORIDA 34984.

ARTICLE VIII - DIRECTORS AND OFFICERS

The names and addresses of the Members of the Board of Directors and Officers are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
RONALD BELKIN	201 S.W. PORT ST. LUCIE BLVD. PORT ST. LUCIE, FLORIDA 34984	PRESIDENT/ DIRECTOR
LEONARD P. BOGDAN, JR.	201 S.W. PORT ST. LUCIE BLVD. PORT ST. LUCIE, FLORIDA 34984	SECRETARY/ DIRECTOR

SECOND: The date of each Amendment's adoption: November 20, 1997.

THIRD: The Amendments were adopted by the Board of Directors and approved by the Shareholders. The number of votes cast for the Amendments were sufficient for approval.

Signed this 5th day of December, 1997.

PORT ST. LUCIE LAND DEVELOPMENT
COMPANY, INC. f/k/a Corporation 7711, Inc.

Attest:


By: LEONARD P. BOGDAN, JR.
Its: Secretary


By: RONALD BELKIN
Its: President

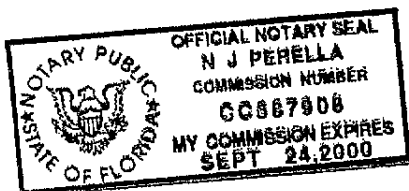
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 PM 5:14

STATE OF FLORIDA
COUNTY OF St. Lucie

The foregoing instrument was acknowledged before me this 5th day of Dec., 1997, by Ronald Belkin, the President of PORT ST. LUCIE LAND DEVELOPMENT COMPANY, INC., a Florida corporation, on behalf of the corporation. He/she is personally known to me or has produced DL-B425729-502280 as identification and did (did not) take an oath.

(SEAL)



NOTARY PUBLIC:

SIGN: [Signature]

PRINT: N J Perella

State of Florida at Large

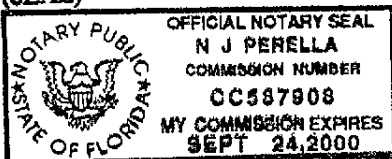
My Commission Expires:

Commission No./Serial No: _____

STATE OF FLORIDA
COUNTY OF St. Lucie

The foregoing instrument was acknowledged before me this 5th day of Dec., 1997, by Leonard P. Borkin Jr., the Secretary of Port St. Lucie Land Dev., a Florida corporation, on behalf of the corporation. He/she is personally known to me or has produced _____ as identification and did (did not) take an oath.

(SEAL)



NOTARY PUBLIC:

SIGN: [Signature]

PRINT: N J Perella

State of Florida at Large

My Commission Expires:

Commission No./Serial No: _____