



THE UNITED STATES
CORPORATION
COMPANY

P970000415151

ACCOUNT NO. : 072100000032

REFERENCE : 465513 149697A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 35.00

ORDER DATE : July 17, 1997

ORDER TIME : 10:58 AM

ORDER NO. : 465513-010

CUSTOMER NO: 149697A

CUSTOMER: Karen M. Brown, Legal Asst
Swann Hadley Denion & Alvarez,
P. O. Box 1961

Winter Park, FL 32790-1961

name
changed
600002251481-6
JUL 23 PM 4:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: AMERICAN CAPITAL MANAGEMENT
COMPANY II

EFFECTIVE DATE:

100002251481-3
-07/29/97--01119--005
*****52.50 *****52.50

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

7/23/97
1000
1000
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97 JUL 23
DIVISION OF C
REC'D

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AMERICAN CAPITOL MANAGEMENT COMPANY II

97 JUL 23 PM 4:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida for profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation is American Capitol Management Company II

SECOND: Amendment adopted: Article I - Name of Corporation is deleted and replaced with the following:

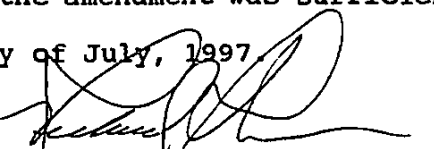
ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be Residential Communities of Florida, Inc.

THIRD: The date of the amendment's adoption is July 15, 1997.

FOURTH: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 15th day of July, 1997


Richard R. Swann
Vice President

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