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William (C. Erickson venue South Suite 524			
Naples, F	L 34102			
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 8, 1997

WILLIAM ERICKSON 500 5TH AVENUE SOUTH SUITE 524 NAPLES, FL 34102

SUBJECT: BOYNE SOUTH DEVELOPMENT CORPORATION

Ref. Number: P97000046610

We have received your document for BOYNE SOUTH DEVELOPMENT CORPORATION and your check(s) totaling \$20.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Because the Corporation Annual Report is not yet due, the corporation should file Articles of Amendment to its Articles of Incorporation to either change or add officers and /or directors. If the registered agent or registered office has changed, this change can also be made in the amendment. The new agent must sign and state that he is familiar with the obligations of the position. Enclosed are guidelines on filing an amendment.

The fee to file your document is \$35.

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: 697A00035235

500 FIFTH AVENUE SOUTH SUITE 524 NAPLES, FLORIDA 34102 (941) 263-2810 FAX (941) 262-5155

September 19, 1997

Carol Mustain Division of Corporations P O BOX 8327 Tallahassee, FL 32314

RE: Boyne South Development Corporation Ref # P97000046610

Dear Carol:

We are the accounting firm for the above mentioned and we are in receipt of your letter dated July 8, 1997 (copy enclosed).

Thank-you for your guidance with the Articles of Amendment to the Articles of Incorporation for our client.

We have completed the amendment to Article VI to include one additional director; please see attached.

We have also included check $\#2629^3$ to cover the remaining \$15 owed for the \$35 filing fee (copy of previous check #2509 for \$20 enclosed).

If you need any further information; please contact us at the numbers above.

Thank-you again for your assistance.

Sincerely,

William C. Erickson

WCE/vt

cc: A.K. Prange

enc: Div of Corp Ltr dated 7-8-97

Articles of Amendment Check #2620 for \$15

Copy of Check #2509 for \$20

RECEIVED
97 SEP 23 PH 3:58
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

BOYNE SOUTH DEVELOPMENT CORPORATION

(present name)

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Amendment to ARTICLE VI - DIRECTORS

Add Director Stephen Kircher

Address:

Boyne Mountanin Lodge Boyne Mountain Road Boyne Falls, MI 49713 97 0CT -6 P/I 1:2:

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: June 20, 1997				
FOURTE	: Adoption of Amendment(s) (CHECK ONE)				
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.				
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):				
	"The number of votes cast for the amendment(s) was/were sufficient for approval by				
	5 6 7 - F				
[The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.				
Z	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.				
Signed this 20th day of JUNE, 19 97 Signature Mul					
(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)					
OR					
(By a director if adopted by the directors)					
OR					
	(By an incorporator if adopted by the incorporators)				
	Amy Kircher Prange				
Typed or printed name					
	President / Inc.				

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