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ACCOUNT NO. : 072100000032

REFERENCE : 703674 7111040

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 11, 1998

ORDER TIME : 8:36 AM

ORDER NO. : 703674-005

CUSTOMER NO: 7111040

CUSTOMER: Glenn Sundin, Esq
Glenn Sundin, Esq.
335 South Plumosa Street

Merritt Island, FL 32952

700002428427--8
-02/12/98--01006--019
*****87.50 *****87.50

DOMESTIC AMENDMENT FILING

NAME: SOUTH BEACH RESIDENCE, INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED
98 FEB 12 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 FEB 12 AM 9:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Joy
name
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ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
SOUTH BEACH RESIDENCES, INC.

FILED

98 FEB 12 PM 1:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SOUTH BEACH RESIDENCES, INC., a Florida corporation (the "Corporation"), organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to unanimous written action of the sole shareholder and the sole member of the Board of Directors of the Corporation in lieu of a special meeting, which vote was sufficient for approval, the following resolutions were adopted on February 10th, 1998, amending the Articles of Incorporation:

"RESOLVED, that the Corporation amend Article I of its Articles of Incorporation to read as hereinafter set forth:

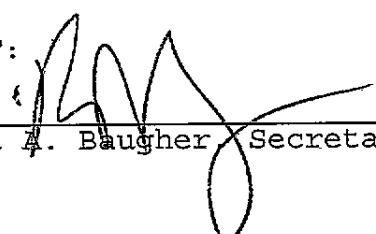
ARTICLE I
NAME

The name of this corporation shall be SOUTH BEACH CONSTRUCTION, INC."

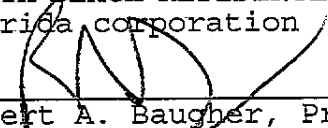
The Corporation has only one class of voting common stock. The number of votes cast by the sole shareholder for the amendment was sufficient to approve the amendment which was adopted by the shareholder on February 10th, 1998.

WHEREUPON, at Cocoa Beach, Florida, this 10th day of February, 1998, the Corporation hereby certifies accordingly, under its corporate seal and the hands of its President and Secretary, so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

ATTEST:


Robert A. Baugher, Secretary

SOUTH BEACH RESIDENCES, INC., a
Florida corporation


Robert A. Baugher, President