

ACCOUNT NO. : 072100000032

REFERENCE

AUTHORIZATION

COST LIMIT : \$ 35.00

ORDER DATE: May 22, 1998

ORDER TIME : 10:17 AM

ORDER NO. : 829823-005

CUSTOMER NO: _ 41001A

CUSTOMER: Ms. Valerie House

St. Joe Industries, Inc. Suite 400, Dupont Center 1650 Prudential Drive Jacksonville, FL 32207

300002534883--7

DOMESTIC AMENDMENT FILING

NAME:

ST. JOE/JAMES ISLAND

DEVELOPMENT, INC.

EFFICTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_____ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

ST. JOE/JAMES ISLAND DEVELOPMENT, INC.

FILED 98 MAY 26 PM 3: 21

SECRETARY OF STATE TALLAHASSEE. FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation

adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Article I was amended to read as follows:

"The name of the corporation ("Corporation") is St. Joe Residential Acquisitions, Inc."

SECOND: The date of the amendment's adoption was May 20, 1998.

THIRD: The amendment was approved by the sole shareholder of the corporation.

Executed this 20th day of May, 1998.

ST. JOE/JAMES ISLAND DEVELOPMENT, INC.

Robert M. Rhodes

Senior Vice President, General

Counsel and Secretary