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SMITH
SAUER
& DEMARIA

ATTORNEYS AT LAW

July 7, 1998

G. Thomas Smith
Board Certified
Real Estate Attorney

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-07/13/98-01105-015
105.00 **35.00

Secretary of State
Corporate Records Division
Department of State
P. O. Box 6327
Tallahassee, FL 32301

RE: ABSD Corporation; Avia Development Group, Inc.; Avia Homes, Inc.

Dear Sir/Madam:

Enclosed please find the original and a copy of the Articles of Amendment to the Articles of Incorporation relative to the three corporations above. Also enclosed is a check in the amount of \$105.00 representing the filing fee.

Please file the originals of the enclosed Amendments and return to me the copies date-stamped as evidence of filing.

Your time and attention to this matter are appreciated and if you have any questions, please do not hesitate to contact me at (850) 434-2761.

Sincerely,

Gloria Heckman

Gloria Heckman
Legal Assistant to
G. Thomas Smith

/gh
enclosures

FILED
98 JUL 13 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

See 7/17

AMENDMENT TO ARTICLES OF INCORPORATION

OF

ABSD CORPORATION

The undersigned Anthony R. Boccanfuso, President, for the purpose of amending the Articles of the corporation, does hereby adopt the following Amendment to Article IV:

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of \$1.00 par value common stock.

EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES

N/A

DATE OF ADOPTION

July 6, 1998

APPROVAL

This amendment has been approved by a majority of shareholders which was a sufficient number for approval.


IN WITNESS WHEREOF, the undersigned has signed this Amendment to the Articles of Incorporation on this 6th day of July, 1998.


Anthony R. Boccanfuso

STATE OF FLORIDA
COUNTY OF ESCAMBA

BEFORE ME, the undersigned authority, personally appeared Anthony R. Boccanfuso, who ___ is personally known to me or ___ produced a ___ as identification and who executed the foregoing Articles of Incorporation, and he acknowledges that he subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County, and State last aforesaid this 6th day of July, 1998.


Printed Name: _____
Notary Public Stamp: _____

