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BASIC AMENDMENT

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## CENTERLINE HOMES AT ATLANTIS, INC.

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ARTICLES OF AMENDMENT  
OF  
CENTERLINE HOMES AT ATLANTIS, INC.

1. The name of the Corporation is CENTERLINE HOMES AT ATLANTIS, INC. (the "Corporation").

2. Article XIII of the Articles of Incorporation of the Corporation is hereby deleted in its entirety.

3. The foregoing amendment was unanimously adopted by all of the Directors and all of the Stockholders of the Corporation eligible to vote by a Written Consent signed by them on October 1, 1999, manifesting their intention that this amendment to the Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes. The number of votes cast for the amendment was sufficient for approval by the Stockholders.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 1st day of October, 1999.



LEWIS MOSCOVITCH, President

PREPARED BY: Peter Lindley  
ENGLISH, McCAUGHAN & O'BRYAN, P.A.  
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