

P98000005161

**River Oaks Residential Land
Developments, Inc.**

TEL: (416) 861-5757
FAX: (416) 861-0177

Via Federal Express

April 27, 1999

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300002855659--6
-04/28/99--01118--015
*****43.75 *****43.75

Attention: Amendments

Dear Sirs:

RE: NAME CHANGE

We were confirmed by the Division of Corporation that the name "Orlando Land Investment and Department Inc." is available for our use.

Enclosed please find the Articles of Amendment to change the name of River Oaks Residential Land Developments, Inc. (Chartered No. P97000018798) to **ORLANDO LAND INVESTMENT AND DEVELOPMENT INC.** We also include a check for US\$43.75, this amount represents US\$35.00 filing fee and \$8.75 for a certified copy.

If you have any questions, please do not hesitate to contact us.

Yours truly,


Grace Lam
Administrative Co-ordinator
/Enc.

FILED
99 MAY 21 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TLL MAY 21 1999

River Oaks Residential Land Development, Inc.

TEL: (416) 861-5757
FAX: (416) 861-0177

Via Federal Express

May 20, 1999

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Attention: Amendments

Dear Sirs:

RE: NAME CHANGE

Further to our letter dated April 27 (copy enclosed) and our subsequent telephone conversation with Carol of your office on May 6. Carol advised that the Articles of Amendment was returned to us on May 5 for revision.

To-date we have not received the said letter. I called your office and spoke to Mr. Doug Spittler this morning, as suggested, enclosed please find the **revised Articles of Amendment dated April 27, 1999**. We understand from our conversation that the check for US\$43.75 had been cashed.

If you have any questions, please do not hesitate to contact us.

Yours truly,



Grace Lam
Administrative Co-ordinator
/Encl.

RECEIVED
99 MAY 21 PM 2:35
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 5, 1999

GRACE LAM,
RIVER OAKS RESIDENTIAL LANE DEVELOPMENT
11 CHURCH STREET, SUITE 200
TORONTO, ONT., CANADA M5E 1W1,

SUBJECT: RIVER OAKS RESIDENTIAL LAND DEVELOPMENT, INC.
Ref. Number: P98000005161

We have received your document for RIVER OAKS RESIDENTIAL LAND DEVELOPMENT, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 499A00024217

*This letter was returned
for additional postage
by post office. 5/21*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
99 MAY 21 PM 3:09
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

RIVER OAKS RESIDENTIAL LAND DEVELOPMENT, INC.

(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)*

Articles 1 of said Articles of Incorporation is amended by deleting the provisions of said Article as the same now exists, and by substituting in lieu thereof, the following:

"ARTICLE I

The name of the Corporation (hereinafter called the "Corporation") is **ORLANDO LAND INVESTMENT AND DEVELOPMENT INC.**, and its principal place of business remains unchanged at 11 Church Street, Suite 200, Toronto, Ontario, M5E 1W1, CANADA."

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: April 27, 1999

FOURTH: 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 _____"
voting group

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 27th day of APRIL, 19 99

Signature _____

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)


RUSSELL JACOBSON - DIRECTOR

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Vice President / Director

Title