

P98000059360

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Phone : (239) 659-3800  
Fax Number : (239) 659-3812

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## BASIC AMENDMENT

BONITA CASA, INC.

Certificate of Status	1
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ARTICLES OF AMENDMENT  
TO RESTATED ARTICLES OF INCORPORATION  
OF BONITA CASA, INC.

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05 OCT -7 AM 10:03  
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TALLAHASSEE, FLORIDA

The Restated Articles of Incorporation of the undersigned corporation were originally filed on May 28, 2004, and assigned document number P98000059360. Pursuant to Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to Restated Articles of Incorporation (these "Articles of Amendment"):

1. The name of the corporation is Bonita Casa, Inc. ("Corporation").
2. The following provisions are added to the Restated Articles of Incorporation of the Corporation:

"ARTICLE VI - ANTI-DISSOLUTION"

Notwithstanding anything to the contrary contained in these Articles of Amendment, the Corporation and its Director and Sole Shareholder hereby waive their right to dissolve or terminate (and waive their right to consent to the dissolution or termination of) the Corporation or these Articles of Amendment, and shall not take any action towards that end, so long as the Corporation is obligated on any indebtedness or obligations of any kind whatsoever to LaSalle Bank National Association, a national banking association (and its successors and/or assigns, collectively, "Lender"), except upon the express prior written consent of Lender. Further, the death, retirement, incapacity, insanity, expulsion or resignation, bankruptcy, insolvency, dissolution or other similar proceeding of, or pertaining to, any Director or Sole Shareholder, or any other event or act causing dissolution of the Corporation pursuant to Florida Statutes Chapter 607 or these Articles of Amendment, shall not constitute an event of liquidation, dissolution or termination of the Corporation or these Articles of Amendment, except upon the express prior written consent of Lender. Any amendments to this provision of Article VI - Anti-Dissolution of these Articles of Amendment, shall require the prior written consent of Lender, provided that such consent shall not be required once the Corporation no longer has any indebtedness or other obligation of any kind whatsoever owing or due Lender. This article shall cease to be of further force or effect once the Corporation no longer has any outstanding indebtedness or other obligation of any kind whatsoever owing or due Lender.

ARTICLE VII - PURPOSE

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The purpose of the Corporation shall be solely to acquire, operate and dispose of that real property described in the attached Exhibit "A", commonly known as Piazza di Bonita (the "Property"). So long as the Corporation is obligated on any indebtedness or obligations of any kind whatsoever to LaSalle Bank National Association, a national banking association (and its successors and/or assigns, collectively, "Lender"), except upon the express prior written consent of Lender: (i) the foregoing statement of purpose shall not be amended; and (ii) the Corporation shall not hold or acquire, directly or indirectly, any ownership interest (legal or equitable) in any real or personal property other than the Property, or become a shareholder of or member or partner in any entity which acquires or holds any property other than the Property."

5. These Articles of Amendment were duly approved and adopted by the Board of Directors of the corporation on October 7, 2005. The Board of Directors recommended approval of these Articles of Amendment to the Shareholders.

6. These Articles of Amendment were voted upon and duly approved, adopted, and ratified by the Sole Shareholder of the corporation on October 7, 2005.

7. In all other respects, the Restated Articles of Incorporation shall remain as they were prior to these Articles of Amendment being adopted.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Amendment as of the 7 day of October, 2005.

BONITA CASA, INC., a Florida corporation

By: 

Thies Pickenpack

Sole Director and Sole Shareholder

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Exhibit "A"

Outparcels 3 and 4, Bay Landing, according to the plat thereof, as recorded in Plat Book 60, Pages 60 through 88, inclusive, of the Public Records of Lee County, Florida.

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