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BASIC AMENDMENT

COUNTRY CLUB VILLAS, INC.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 21, 1999

COUNTRY CLUB VILLAS, INC.
5709 N.W. 158 ST
MIAMI LAKES, FL 33014

SUBJECT: COUNTRY CLUB VILLAS, INC.
REF: P98000062739

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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
COUNTRY CLUB VILLAS, INC.**

The undersigned, as President of COUNTRY CLUB VILLAS, INC., a Florida corporation (the "Corporation"), desiring to amend the Articles of Incorporation of the Corporation pursuant to Section 607.1006 of the Florida Business Corporation Act (the "ACT"), states as follows:

1. The current name of the Corporation is COUNTRY CLUB VILLAS, INC.
2. The date of the filing of the original Articles of Incorporation of the Corporation was July 15, 1998.
3. The Articles of Incorporation of the Corporation are amended by deleting Article II entitled "Initial Principal Office and Mailing Address" in its entirety and inserting the following section in its place and stead:

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal place of business and mailing address of the corporation is 5709 N.W. 158th Street, Building 46, Miami Lakes, Florida 33014.

4. The amendment to the Articles of Incorporation of the Corporation was approved by an Action of the Board of Directors and Sole Shareholder on September 20, 1999.

IN WITNESS WHEREOF, the undersigned has executed this Amendment this 20th day of September, 1999.

COUNTRY CLUB VILLAS, INC.,
a Florida corporation

By:

Lewie V. Swazy, President

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TALLAHASSEE, FLORIDA

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