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STUART M. SLUTSKY, P.A.
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ATTORNEY AT LAW

August 10, 2001

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

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-08/14/01--01018--001
*****43.75 *****43.75

RE: Amendment to Articles of Incorporation to EAGLES LANDING AT
PINE ISLAND, INC.

Dear Sir/Madam:

Enclosed please find the following:

1) Original and one (1) copy of the Amendment Articles of Incorporation of
the above captioned corporation.

2) A check in the amount of \$43.75 made payable to your order,
representing the following fees:

Filing Fee	\$35.00
Certificate Under Seal	\$8.75
Total Enclosed	\$43.75

Please return copies of the Certificate Under Seal and clocked in
Amendment to the Articles of Incorporation once registered.

Thank you in advance for your immediate attention to this matter.

Very truly yours,
STUART M. SLUTSKY, P.A.


BY: STUART M. SLUTSKY, P.A.

Enclosure

FILED
01 AUG 14 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
AUG 22 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

EAGLES LANDING AT PINE ISLAND, INC.

FILED
01 AUG 14 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The present name of the corporation is EAGLES LANDING AT PINE ISLAND, INC..

WHEREAS, the corporation's articles of incorporation were filed with the Division of Corporations in Florida on September 4, 1998;

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:

AMENDMENT

Whereas Article IV previously stated:

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 (one hundred) shares having an individual par value of \$10.00 (ten dollars)

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

There shall be two classes of stock that the corporation is authorized to have outstanding:

Article IV is hereby amended to read as follows:

There shall be two classes of stock that the corporation is authorized to have outstanding:

Class A: The maximum number of shares of Class A stock that the corporation is authorized to have outstanding at any time shall be 100 shares at \$10.00 Par Value per share. The Class A shares entitle the holders to unlimited voting rights. (Also known as voting common stock).

Class B: The maximum number of shares of Class B stock that the corporation is authorized to have outstanding at any time shall be 9,900 shares at \$.01 Par Value. The Class B stock does not entitle the holders to any voting rights. (Also known as non voting common stock).

The Class A and Class B common stock shall be of the same class of equity and each share shall entitle the holders to receive the net assets of the corporation upon dissolution and to distributions calculated in any

manner, including dividends that may be cumulative, noncumulative, or partially cumulative.

Implementation: 100 shares of stock of EAGLES LANDING AT PINE ISLAND, INC. are currently authorized and outstanding at this time. The corporation shall issue one Class A voting common stock share and ninety nine Class B non voting common stock share for each stock share outstanding at this time and subsequently tendered to the corporation.

This amendment was duly adopted by the board of directors on ^{August} ~~May~~ 7, 2001.

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed this Amendment to the Articles of Incorporation this 7 day of ^{August} ~~May~~, 2001.


FRANCES CHAIMOWITZ
President


NOTARY

8/7/01
DATE

