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LAW OFFICES OF
SEEMANN & SCHUTT, P.A.

1105 Cape Coral Parkway East, Suite C
Cape Coral, Florida 33904
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Ernest A. Seemann
Darrin R. Schutt
(also admitted in Georgia)
Christine F. Wright

August 5, 1999

Florida Department of State
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: SUNSHINE RESIDENCE, INC.

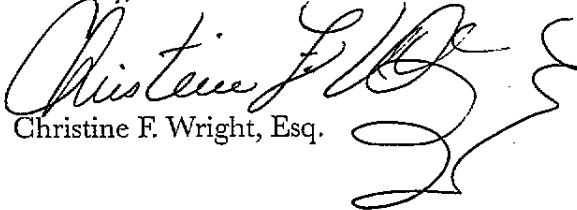
100002958081-7
-08/12/99--01014-011
*****70.00 *****43.75

Dear Sir or Madam:

Enclosed please find Articles of Amendment for the above-reference corporation. I have enclosed our check for \$70.00 for the filing fee and registered agent designation. Please forward to me a copy of the filed articles with log-in stamp.

Should you have any questions, please contact me.

Sincerely,


Christine F. Wright, Esq.

Enclosures

FILED
99 AUG 10 PM 5:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
HFT 8-12-99

FILED

99 AUG 10 PM 5: 53

ARTICLES OF AMENDMENT FOR
SUNSHINE RESIDENCE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of the above named corporation are amended as follows:

1. ARTICLE FIVE is amended to read as follows:

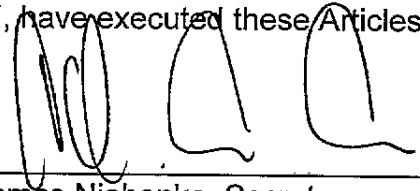
The authorized capital stock of this corporation shall consist of ONE HUNDRED (100) shares of common stock at TEN DOLLARS (\$10.00) par value per share.

2. ARTICLE SIX is amended to read as follows:

The registered agent for the corporation is Christine F. Wright, Esq., 1105 Cape Coral Parkway East, Suite C, Cape Coral, FL 33904.

3. The foregoing amendments were unanimously approved by the shareholders and adopted by the Board of Directors of the Corporation on August 3, 1999.

IN WITNESS WHEREOF, I the undersigned, have executed these Articles of Amendment on August 3, 1999.


Thomas Niehenke, Secretary

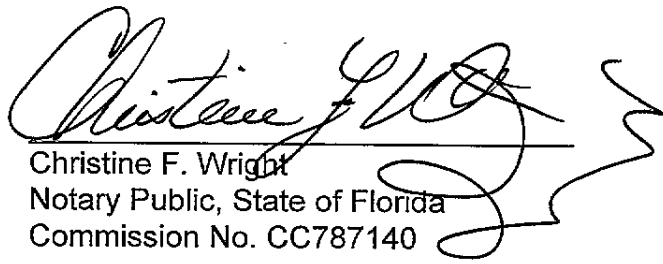
State of Florida)
County of Lee)

I HEREBY CERTIFY that on this 3rd day of August, 1999, before me, an officer duly qualified to take acknowledgments, personally appeared Thomas Niehenke, Secretary of Sunshine Residence, Inc., who produced German Passport No. 1856039288 as identification, and who has executed the foregoing instrument, acknowledged before me that he executed the same.

MY COMMISSION EXPIRES:
November 2, 2002

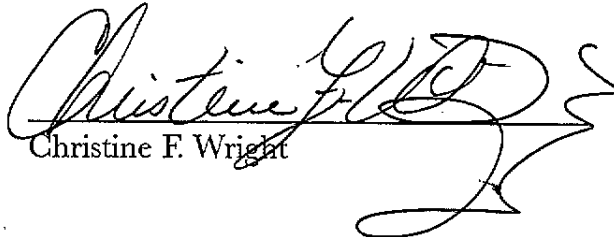


Christine F Wright
My Commission CC787140
Expires November 2, 2002


Christine F. Wright
Notary Public, State of Florida
Commission No. CC787140

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes.



Christine F. Wright

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA