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ADMITTED IN
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P99000001689

April 13, 2000

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

300003214913--7
-04/19/00--01072--019
*****35.00 *****35.00

SUBJECT: ARTICLES OF AMENDMENT

Enclosed are Articles of Amendment for Arnsdorff Real Estate and Development Company, Inc., and a check in the amount of \$35.00 for the filing fee.

If you have any questions or concerns regarding the enclosed, please do not hesitate to contact me at 850-231-3465.

FROM: FRANKLIN H. WATSON, P.A.
5365 E. Highway 30-A
Suite 105
Seagrove Beach, FL 32459
Phone: 850-231-3465

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 19 PM 1:10

Shannon authorized
to show amend was
adopted by the directors

Name change
hfw
4-19-2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR 19 PM 1:10

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ARNSDORFF REAL ESTATE AND DEVELOPMENT
COMPANY, INC.**

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.

The articles of incorporation of Arnsdorff Real Estate and Development Company, Inc. (Corp. Number: P99000001689), originally filed January 6, 1999 was amended by the corporation's board of directors on April 13, 2000.

ARTICLE I - NAME:

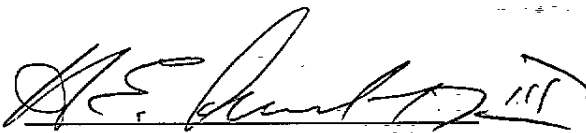
The name of the corporation shall be changed to the following:

ARNSDORFF GULF FRONT REALTY, INC.

The foregoing amendment to articles of incorporation was duly adopted on April 13, 2000.

The amendment was adopted by the Directors, no share holder action required.

In witness whereof, the undersigned Director of this corporation has executed these articles of amendment on April 13, 2000.


H.E. ARNSDORFF, III, President