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Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF SOLANA VILLAS, INC.

2001 JUN 20 AM II: 53

Pursuant to Section 607.1006 of the General Corporation Act of Florida, the undersigned corporation adopts these Articles of Amendment.

FIRST: The name of the corporation is Solana Villas, Inc.

SECOND: The Articles of Incorporation of this corporation are amended

by changing the article numbered "First" so that, as amended,

said article shall read as follows:

The name of the corporation is Whitley Bay Development,

Inc.

THIRD: The Amendment to the Articles of Incorporation was adopted

by the unanimous consent of the shareholders of the

corporation on June 19, 2001.

FOURTH: If such amendment provides for an exchange, reclassification

or cancellation of issued shares, the manner in which the same shall be effected, if it is not set forth in the amendment

By:

itself, is as follows: None.

Executed this 19th day of June, 2001.

SOLANA VILLAS, INC.

James B. Ydung, Vice President

Mark S. Madigan, Assistant Secretary