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From: Gail S. Andre'
Account Name : LOWMEES, DEBODICK, DOSTER, KANTOR & REED, P.A.
Account Number : 072720000036
Phone : (407)843-4600
Fax Number : (407)843-4444

Please arrange filing of the attached Articles of Amendment and return a certification to me as soon as possible. Thank you for your assistance in this matter. Gail Andre'

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BASIC AMENDMENT

METROPOLITAN FLORIDA REALTY, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
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Amend
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12/5/03

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
METROPOLITAN FLORIDA REALTY, INC.

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Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, Metropolitan Florida Realty, Inc., a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Corporation"), does hereby certify:

FIRST: The name of the Corporation is Metropolitan Florida Realty, Inc.

SECOND: The Original Articles of Incorporation of the Corporation were filed in the Office of the Florida Secretary of State on May 26, 1999 and assigned Document No. P99000048128.

THIRD: Pursuant to a Plan of Capitalization duly adopted by the directors and shareholders of the Corporation, the amendment set forth below to the Corporation's Articles of Incorporation was duly adopted in accordance with the provisions of Section 607.1006 of the Florida Business Corporation Act. Article III of the Articles of Incorporation of the Corporation, as heretofore amended, is hereby deleted in its entirety and the following new Article III inserted in lieu thereof:

III. CAPITAL STOCK

1. Number and Classes of Shares Authorized. The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is twenty thousand (20,000) shares, of which ten thousand (10,000) shall be shares of Class A Common Stock, and ten thousand (10,000) shall be shares of Class B Common Stock. The par value of both classes of Common Stock shall be one cent (\$.01) per share. The consideration for all of the above stock shall be payable in cash or property (tangible and intangible), at a just valuation to be fixed by the Board of Directors of the Corporation.

2. Voting Rights of Common Stock. The Class A Common Stock shall possess and exercise all voting rights with regard to actions to be taken by shareholders of the Corporation generally, including the election of directors, and each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding Class A Common Stock shall have no cumulative voting rights in any election of directors of the Corporation. The Class B Common Stock shall not have or possess any voting rights for any purpose, except those required by law. Except for the difference in voting rights, the Class A Common Stock and the Class B Common Stock shall be the same in all other respects and shall have all the same rights and entitlements.

3. Preemptive Rights. No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which such shareholder already

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holds, to purchase a pro rata or any other share of such stock at the same price at which it is offered to others by the Corporation or for any other price.

FOURTH: The foregoing amendment was adopted in accordance with the applicable provisions of Section 607.0704 of the Florida Business Corporation Act by the written consent of a majority in interest of the shareholders of the Corporation dated as of December 1, 2003; such written consent represents a sufficient number of votes cast for such amendment necessary for the approval thereof.

FIFTH: These Articles of Amendment shall be effective upon filing in the Office the Florida Department of State.

IN WITNESS WHEREOF, these Articles of Amendment have been executed on behalf of the Corporation by its President this 1st day of December, 2003.

METROPOLITAN FLORIDA REALTY, INC.

By: 
Charles W. Gregg
Its: President/Director

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