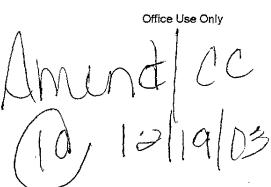
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LAW OFFICES OF

GOULD, COOKSEY, FENNELL, O'NEILL, MARINE, CARTER & HAFNER, P.A.

JOHN R. GOULD (1921-1988) BYRON T. COOKSEY DARRELL FENNELL EUGENE J. O'NEILL* CHRISTOPHER H. MARINE DAVID M. CARTER TODD W. FENNELL, LL.M. 979 BEACHLAND BOULEVARD VERO BEACH, FLORIDA 32963 TELEPHONE: (772) 231-1100 FAX: (772) 231-2020 TROY B. HAFNER, LLM.** SUSAN L. CHENAULT BRIAN J. CONNELLY SANDRA G. RENNICK T. GREG REYMANN, II, LLM.

OF COUNSEL SAMUEL A. BLOCK

**FL BOARD CERTIFIED WILLS, TRUSTS AND ESTATES

*FL. BOARD CERTIFIED
CIVIL TRIAL AND BUSINESS LITICATION

December 8, 2003

Secretary of State Division of Corporations Corporate Records Bureau Post Office Box 6327 Tallahassee, FL 32301

Re: Pointe West Realty, Inc.

Dear Sir/Madam:

Please find enclosed the original and one copy of Articles of Amendment for the above-captioned corporation, together with this firm's check, in the amount of \$43.75, to cover the following costs:

Filing Fee Certified Copy \$ 35.00 8.75

\$<u>43.75</u>

Please return the certified copy of Articles of Amendment evidencing your approval of the same after the Articles have been filed with your office.

Thank you for your courtesy and cooperation in this matter.

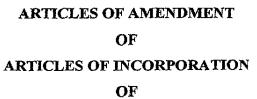
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Yours truly,

SAMUEL A. BLOCK

SAB/pab Enclosure(s)

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POINTE WEST REALTY, INC.

The following provisions of the Articles of Incorporation of POINTE WEST REALTY,

INC., a Florida Corporation, filed with the Florida Department of State, Division of Corporations,

Tallahassee, Florida, on May 27, 1999, be and they hereby are amended in the following particulars:

1. Article IV - Director(s) be and it is hereby amended to read as follows:

"ARTICLE IV - CAPTIAL STOCK

- A. The Corporation is authorized to issue 60 shares of Class A Common Stock with a par value of \$.001 and 40 shares of Class B Common Stock with a par value of \$.001.
- B. The dividend rate and the liquidation preferences of both Class A Common Stock and Class B Common Stock shall be the same.
- C. The holders Class A Common Stock shall have the exclusive right to vote on any matter requiring a vote of the stockholders, except as required by law. The holders and the Class B Common Stock shall not have the right to vote on any matter requiring a vote of the stockholders, except as required by law.
- D. Upon this amendment becoming effective, 20 shares of previous issued Common Stock owned by OnSite Management Group, Inc., shall automatically, without further action on the part of the Corporation, be converted into 20 shares of Class B Common Stock.
- E. Upon this amendment becoming effective, 20 shares of previously issued Common Stock owned by Thomas Jones, shall automatically, without further action on the part of the corporation be converted into 20 shares of Class B Common Stock.
- F. Upon this amendment becoming effective, all other outstanding shares of previously issued Common Stock not included Article IV (D) and (E) shall automatically, without further action on the part of the corporation be converted into shares of Class A Common Stock on a one share for one share basis, so that the owners of shares of the previously issued Common Stock will receive the same number of shares of newly issued Class A Common Stock.

- This Amendment shall be effective upon filing with the Florida Secretary of State or 2. its successor.
- 3. The foregoing amendment was adopted by the Shareholders and Directors of the corporation on the 18 day of July, 2003.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 18 day of 5 why 2003.

POINTE WEST REALTY, INC.,

Charles R. Mechling

President

Thomas R. Jones

Secretary

STATE OF FLORIDA COUNTY OF INDIAN RIVER)

BEFORE ME, the undersigned authority, personally appeared CHARLES R. MECHLING and THOMAS R. JONES, as President and Secretary respectively of the corporation, who are personally known to me and who are known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed such instrument for the purposes therein stated.

WITNESS WHEREOF, I have hereunto set my hand and seal this $\frac{18}{100}$ day of

State of Florida at Large

Michelle Ann Moniar Commission #DD 163065 Expires: Nov 11, 2006 Bonded Thru Atlantic Bonding Co., inc.

My Commission Expires: \(\sigma\) \\\\ 2000