PETERT, FLOOD

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TELEPHONE (941) 263-2177

P99000048857

June 8, 1999

Secretary of State Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, Florida 32314 500002902035--6 -06/11/99-01063--007 ******35.00 ******35.00

Re: Amendment of Articles of Incorporation of Vision Capital-Florida, Inc.

Dear Sir or Madam:

I am enclosing an original and a copy of an application for an Amendment to the Articles of Incorporation of Vision Capital-Florida, Inc. along with our client's check (# 177) in the amount of \$35.00 for the filing fee.

Please process the amendment in your normal fashion and stamp the copy and return it to us in the self-addressed stamped envelope, which we have provided.

Thank you for your assistance in this matter. If you have any questions or require further action on our part to affect the amendment, please call me directly.

Sincerely,

Linda P. Sullivan Legal Assistant

PTF:lps

Enclosures

Amerod

FILED 99 JUN 11 AM 10: 35 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF VISION CAPITAL-FLORIDA, 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:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article X of the Articles of Incorporation shall be amended as follows:

Article X
This Corporation may be a "Sub-Chapter S" Corporation for Federal Income Tax purposes.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: June 1, 1999.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

the Shareholders)

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.		
The number of votes case for the amendment was sufficient for approval by	25	 _
XThe amendment was adopted by the board of directors without shareholder action and shareholder action was not required.		
The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.		
Signed this 1st day of June, 1999.	*	
Signature Sames Carontes V		

OR
(By a director if adopted by the directors)
OR

(By the Chairman or Vice Chairman of the Board of Directors, president or other officer if adopted by

(By an incorporator is adopted by the incorporators)

JAMES P. CARPENTER, JR. Typed or printed name

Director Title