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ROBERT S. HAYES

P 99000053178

July 12, 1999

Corporate Records Filing Bureau
P.O. Box 6327
Tallahassee, FL 32301

Attn: Division of Corporations

RE: LCF PROPERTIES, INC.

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-07/19/99--01134--011

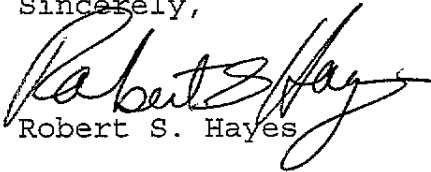
*****43.75 *****43.75

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Amendment for the above-named Florida corporation. It is requested that the corporation name be changed to CLF PROPERTIES, INC. The check for \$43.75 which represents the \$35.00 filing fee for the Articles of Amendment and the \$8.75 fee for the Certificate of Status is enclosed. I have enclosed a self-addressed, stamped envelope for your convenience in forwarding the Certificate of Status to my office.

Thank you for your attention to this matter.

Sincerely,


Robert S. Hayes

RSH/cad
Enclosures

NC
7-23-99
RHS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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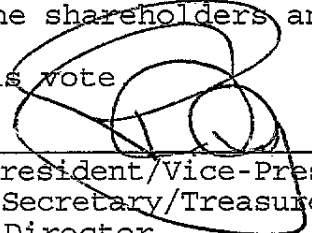
FILED

ARTICLES OF AMENDMENT

These Articles of Amendment of LCF PROPERTIES, INC. being proposed and recommended by the Board of Directors and being approved by unanimous vote of the shareholders holding the issued shares of LCF PROPERTIES, INC., the Articles of Incorporation are amended as follows:

1. The name of the corporation shall be changed to CLF PROPERTIES, INC.

The undersigned being the sole director of LCF PROPERTIES, INC. acknowledge that the foregoing Articles of Amendment were adopted on July 12, 1999 and proposed to the shareholders and were approved by the shareholders by a unanimous vote



Paul Oxley, President/Vice-President/
Secretary/Treasurer/Sole
Director

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public, personally appeared PAUL OXLEY to me known personally or produced _____ to be the person described as the Director/President, and who executed the foregoing Articles of Amendment, and acknowledged before me that they subscribed to these Articles of Amendment on July 12, 1999.



Notary



CARLA A. DIPASQUALE
COMMISSION # CC 586099
EXPIRES SEP 17, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED