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BASIC AMENDMENT

HUNTERS POINTE REALTY CORP.

Certificate of Status	0
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Page Count	02
Estimated Charge	\$43.75

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Amend

T. LEWIS MAY 11 2001

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(2)

ARTICLES OF SECOND AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HUNTERS POINTE REALTY CORP.

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TALLAHASSEE, FLORIDA

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: Amendments adopted:

ARTICLE III - Paragraph 2, shall be changed to:

2. Except for liabilities incurred in the ordinary course of the Corporation's business as set forth in paragraph 1 above, the Corporation shall not incur any indebtedness other than Loans not to exceed the amount of \$1,750,000.00.

SECOND: Adoption Date

The date of the amendment's adoption shall be effective on May 11, 2000.

THIRD: Adoption of Amendments

This amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 11th day of May, 2000.

Signature

LEE C. SCHMACHTENBERG
INCORPORATOR

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