

LONNIE L. SIMMONS, P. A.

Attorney at Law

Suite 302, 3000 Langley Avenue -
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(904) 474-0885

S13085

March 23, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

RE: Articles of Amendment of Vern Gaier P.F.R., Inc.

400002840194--7
-04/15/99--01074--003
*****35.00 *****35.00

Dear Sir/Madam:

I have enclosed for filing the original and one copy of the Articles of Amendment of Vern Gaier P.F.R., Inc. I have also enclosed a check payable to the Secretary of State in the amount of \$35.00 to cover the costs of filing the Articles of Amendment.

Please file the Articles of Amendment and return a copy to me at the above address. If there are any problems, please do not hesitate to call. Your assistance and cooperation is appreciated.

Sincerely,



Lonnie L. Simmons

LLS\kfh

Enclosures

FILED
99 MAY -5 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S13085-
NO
4px



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 19, 1999

LONNIE SIMMONS
SUITE 302
3000 LANGLEY AVENUE
PENSACOLA, FL 32504

SUBJECT: PINE FOREST REALTY, INC.
Ref. Number: S13085

We have received your document for PINE FOREST REALTY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct your document to reflect that it is filed pursuant to the correct statute number.

If shareholder approval was not required, a statement to that effect must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 999A00020154

ARTICLES OF AMENDMENT
OF
PINE FOREST REALTY, INC.

Pursuant to the provision of Section 607.1006, Florida Statutes, the undersigned Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The following Articles of the Articles of Incorporation of the Corporation dated November 14, 1990 are hereby amended and fully restated to read as follows:

Article I of the original Articles of Incorporation dated November 14, 1990 is hereby deleted and is amended and fully restated to read as follows:

ARTICLE I - NAME

The name of the Corporation is VERN GAIER P.F.R., INC.

FILED
99 MAY -5 AM 10:28
-SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: The date of adoption of the amendment was on the 19th day of March, 1999.

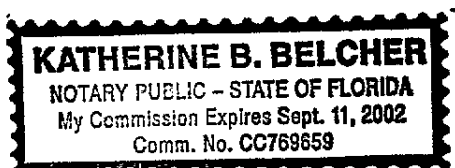
THIRD: The Articles of Amendments were adopted by the Board of Directors of Pine Forest Realty, Inc. as well as the Shareholders of Pine Forest Realty, Inc.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors of the Corporation has executed these Articles of Amendment on the 13 day of APRIL, 1999.


LAVERNE C. GAIER, President

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 13 day of April, 1999, by
LAVERNE C. GAIER, as President of Pine Forest Realty, Inc., a Florida
Corporation, on behalf of the corporation. He is personally known to me or has produced
 as identification.



Katherine B Becker
Print Name: KATHERINE B BECKER
Notary Public, State of Florida
My Commission Expires: 9/11/2002