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LAW OFFICES
AMARI, THERIAC & EISENMENGER, P.A.
Attorneys and Counselors At Law

SHAREHOLDERS:
Richard S. Amari
Kohn Bennett
Robert R. Berry
Bradly Roger Bettin, Sr.
Gregory W. Eisenmenger
Carla Neely Freitag
Anthony A. Garganese
Mitchell S. Goldman
George E. Harding
J. Wesley Howze, Jr
Mark S. Peters
David M. Presnick
James S. Theriac, III

Reply To: Melbourne

Mariner Square
Suite 302
96 Willard Street
Cocoa, Florida 32922-7998
Telephone (407) 639-1320
Fax (407) 639-6690

Imperial Plaza
Suite B-104
6769 N. Wickham Road
Melbourne, Florida 32940
Telephone (407) 259-6611
Fax (407) 259-6624

August 18, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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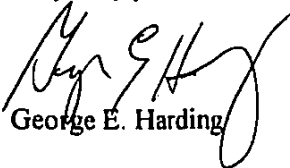SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Amendment to Articles of Incorporation/Sullivan Materials, Inc.

Dear Sir:

Enclosed is an original and one copy of Articles of Amendment to the Articles of Incorporation of Sullivan Materials, Inc. changing the name of the corporation to "Vista Lakes Development Corporation". Also enclosed is our firm check in the amount of $35.00 in payment of the filing fee.

Kindly mark the enclosed copy of the Amendment as "filed" and return same to the undersigned in the self-addressed stamped envelope for your convenience.

Very truly yours,

George E. Harding

GEH/tjs

N/C

VS   SEP 3   1997

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
SULLIVAN MATERIALS, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation hereby adopts the following amendment to its Articles of Incorporation.

FIRST, Article 1 - Name is hereby amended to read as follows:

ARTICLE I - NAME

The name of this corporation is "Vista Lakes Development Corporation".

SECOND, this amendment was adopted on May 23, 1997.

THIRD, this amendment was approved by the sole shareholder of the Corporation. The number of votes cast for the amendment was sufficient for approval.

Signed this 23rd day of May, 1997.

_____
ROBERT A. YEAGER, PRESIDENT