CARL T. WATKINS, P. A.

CERTIFIED PUBLIC ACCOUNTANT
7345 Jackson Springs Road, Suite 3
Tampa, Florida 33634

May 28, 1997

Florida Department of State Division of Corporations, Amendment Section P.O. Box 6327 Tallahassee, Florida 32314

Dear Sir:

I have enclosed an Article of Amendment to Articles of Incorporation for Waterside Realty, Inc. a domestic corporation in the State of Florida:

I have also enclosed a check for \$35. for the applicable filing fee. I am requesting that you process these Articles of Amendment to Articles of Incorporation as soon as possible and return the enclosed duplicate copy stamped as processed to me at the above address.

Sincerely yours,

Carl T. Watkins, CPA

2 Encl's

MAN (i)

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

WATERSIDE REALTY, 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:

Amendment 1: Effective June 1, 1997 the corporation is changed to a Professional Service Corporation in accordance with the provisions of Chapter 621, Florida Statutes.

Amendment 2: The name of the corporation shall be changed to JERRY S. HAGAMAN, P.A.

Amendment 3: ARTICLE II is amended to add the following: The corporation may not issue capital stock to anyone other than an individual who is duly licensed as a realtor in the State of Florida.

Amendment 4: **ARTICLE V** is added as follows: The purpose of the corporation shall be to provide the professional service of REALTOR in accordance with Chapter 621 of Florida Statutes.

Amendment 5: ARTICLE VI is added as follows: The corporation shall only render the professional service of realtor through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional service within the State of Florida.

SECOND: The date of each amendments adoption: May 28, 1997

THIRD:	Adoption of Amendments(s) (CHECK ONE)
⊠	The amendment(s) was/were approved by the sole shareholder and the sole director. The number of votes cast for the amendment was/were sufficient for approval.
0	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	The number of votes cast for the amendment(s) was/were sufficient for approval by"
	voting group
	The amendments(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
۵	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 28th day of may, 1997.
Signature_	(Sole Shareholder and Sole Director)
((Sole Sharehodel atto Sole Director)

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements in the State and County named above, personally appeared Jerry S. Hagaman, to me well known to be the person described in the foregoing and acknowledged before me that he subscribed to these Articles of Amendment to Articles of Incorporation for the purposes therein expressed.

Sworn to and subscribed before me this 28th day of May 1997.

Carl T. Wetheric NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

CARL T WATKINS
COMMISSION NUMBER
CC409741
MY COMMISSION EXP.
OF FLOOR
OCT. 25,1998