WILLIAM C. ERICKSON ACCOUNTANT

V70630

500 FIFTH AVENUE SOUTH SUITE 524 NAPLES, FLORIDA 34102 (941) 263-2810 FAX (941) 262-5155

June 22, 1998

Division of Corporations P O BOX 8327 Tallahassee, FL 32314

900002575309--7 -06/29/98--01126--015 ******35.00 ******35.00

RE: Vanderbilt Developments Inc.

Ref Number V70630

We are the accounting firm for Vanderbilt Developments Inc. and have assisted them in the preparation of the Articles of Amendment to the Articles of Incorporation.

We have completed the amendment to Article VI to include one additional director, Eric Morales.

Also included is a check in the amount of \$35. to cover the amendment fee.

If you need any further information, please contact us at the numbers above.

Thank-you.

William C. Erickson

WCE/vt

enc: AOA to AOI Ck for \$35. FILED

98 JUL 21 PN 12: 16

SECRETARY OF STATE
SECRETARY OF STATE

Amend

JD 7/21



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 9, 1998

WILLIAM C. ERICKSON, ACCOUNTANT 500 FIFTH AVENUE SOUTH SUITE 524 NAPLES, FL 34102

SUBJECT: VANDERBILT DEVELOPMENTS, INC.

Ref. Number: V70630

We have received your document for VANDERBILT DEVELOPMENTS, 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):

The current name of the entity is as referenced above. Please correct your document accordingly.

The amendment must be signed by an incorporator if adopted by the incorporators.

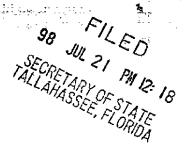
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Letter Number: 498A00036726

Teresa Brown Corporate Specialist

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Vanderbiit Developments, inc.		
and the second	The second secon	

(present name)

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: (indicate article number(s) being amended, added or deleted)

AMENDMENT TO ARTICLE VI - DIRECTORS

Add Director: Eric Morales

Address: 2541 James Road

Naples, FL 34114

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption:	
FOURTH	: Adoption of Amendment(s) (CHECK ONE)	
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
	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	
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
X	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
\$	Signed this, 19	
Signature	Zodene & Y Doman	
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
,	OR	
	(By a director if adopted by the directors)	
	OR	
	(By an incorporator if adopted by the incorporators)	
	Roderick Hilgeman Typed or printed name	
	Types of printed famile	
	President and Incorporator	
	Title	