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217508

August 21, 1998

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-08/24/98--01051--007
*****87.50 *****87.50

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

Gentlemen:

Re: Melbourne Shopping Centers, Inc.

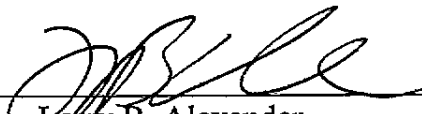
Enclosed are the original and a copy of Amendment to the Articles of Incorporation of the captioned corporation. Please file the original and return the copy certified.

A check in the amount of \$87.50 is enclosed to cover the \$35.00 filing fee and the \$52.50 fee for the certified copy.

Sincerely yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By


Larry B. Alexander

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Enclosures

FILED
98 AUG 24 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TLL AUG 31 1998

**AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MELBOURNE SHOPPING CENTERS, INC.**

FILED
98 AUG 24 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MELBOURNE SHOPPING CENTERS, INC., a Florida corporation, under its corporate seal and the hand of its President, Paul B Hanna, hereby certifies that:

Upon the proposal of the Board of Directors of the corporation, the following resolution was duly and unanimously adopted by the Board of Directors and by all holders of the outstanding stock of the corporation, by written instrument dated April 30, 1998, to-wit:

RESOLVED, that, effective April 30, 1998 the Certificate of Incorporation of Melbourne Shopping Centers, Inc. be amended by striking Article III thereof in its entirety and by substituting therefor the following:

ARTICLE III

CAPITAL STOCK

The authorized capital stock of this corporation shall be 6,000 shares, each having a par value of \$.00465.

All the said stock may be paid for in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; property, labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be

signed in its name by its President and Secretary this 30th day of April, 1998.

MELBOURNE SHOPPING CENTERS, INC.

(CORPORATE SEAL)

By 
Paul B Hanna, President

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