



THE UNITED STATES
CORPORATION
COMPANY

756302

ACCOUNT NO. : 072100000032

REFERENCE : 493945 4311473

AUTHORIZATION :

COST LIMIT : PRE PAID

ORDER DATE : August 12, 1997

ORDER TIME : 11:26 AM

ORDER NO. : 493945-010

CUSTOMER NO: 4311473

CUSTOMER: Ms. Andrea F. Fisher
Stearns Weaver Miller Weissler
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

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-08/12/97--01072--021
*****35.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: MIAMI BEACH DEVELOPMENT
CORPORATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
97 AUG 12 PM 2:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA
RECEIVED
97 AUG 12 PM 2:24
TALLAHASSEE FLORIDA
8/12
JOY
Name
Change

**ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MIAMI BEACH DEVELOPMENT CORPORATION, INC.**

FILED
97 AUG 12 PM 2:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Sections 617.1002 and 617.1006 of the Florida Not For Profit Corporation Act, the Amended and Restated Articles of Incorporation of Miami Beach Development Corporation, Inc., a Florida not for profit corporation (the "Corporation"), are hereby amended as follows:

1. Article I shall be deleted in its entirety and amended to read as follows:

"ARTICLE I -- NAME AND ADDRESS

The name of the corporation is MIAMI BEACH COMMUNITY DEVELOPMENT CORPORATION, INC. (hereinafter called the "Corporation"). The address of the principal office and mailing address of the Corporation is 1205 Drexel Avenue, Miami Beach, Florida 33139."

2. The undersigned hereby certifies that the foregoing Articles of Amendment to the Amended and Restated Articles of Incorporation were duly adopted and approved by a two-thirds (2/3) vote of the Board of Directors on July 24, 1997. The number of votes cast for adoption of these Articles of Amendment was sufficient for approval.

3. Members of the Corporation are not entitled to vote on proposed amendments to the Amended and Restated Articles of Incorporation of the Corporation.

IN WITNESS WHEREOF, the undersigned Chairman of the Corporation has executed these Articles of Amendment to Amended and Restated Articles of Incorporation this 31 day of July, 1997.



ROBERTO DATORRE
Chairman