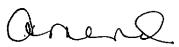
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TO

AMENDED AND RESTATED ARTICLES OF INCORPORATION: 54

OF

MIAMI BEACH COMMUNITY DEVELOPMENT CORPORATION

(Formerly Miami Beach Development Corporation, Inc.)

#4 ..

Pursuant to the provisions of the Sections 617.1002 and 617.106 of the Florida Not For Profit Corporation Act, the Amended and Restated Articles of Incorporation of Miami Beach Community Development Corporation, Inc., a Florida not-for-profit corporation (the "Corporation") (formerly Miami Beach Development Corporation, Inc.), are hereby amended as follows:

Article II, Section 1 shall be deleted in its entirety and amended to read as follows:

ARTICLE II -- PURPOSE

1. This not-for-profit corporation is organized for the following purposes:

To conduct or financially support revenue-generating business with the purpose of economic and social development of the community, as identified pursuant to Article III, controlled by residents and committed to enhancing community well-being.

To preserve and improve the health and vitality of the community and to restore and expand the commercial and industrial base and to reverse the deterioration of the residential and public-facility assets by engaging in development, redevelopment, preservation, restoration and revitalization activities.

To foster low-income housing in the community.

To be a community housing development organization as described in 24 C.F.R. Section 92.2, or any amended or successor section.

IN WITNESS WHEREOF, the undersigned Chairman of the Corporation has executed these Articles of Amendment to Amended and Restated Articles of Incorporation on the 25th day of April, 2005.

These articles of amendment were adopted by the directors on April 25, 2005. There are no members with voting rights.

Roberto Datorre Chairman