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FILED
98 JUN -1 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Clark Enterprises, Inc.

May 28, 1998

VIA U.S. MAIL

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

300002542579--5
-06/01/98--01097--001
*****35.00 *****35.00

**Re: CK Realty, Inc.: Amendment to Application for Authorization to Transact
Business In Florida**

Dear Sir or Madam:

Enclosed for filing with your office is an Application By Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business In Florida (the "Amendment"), for the above-referenced Florida foreign corporation, and a check in the amount of \$35.00 for the filing fee. The Amendment is being recorded to effect a name change from CK Realty, Inc. to CEI Realty, Inc. We have also enclosed a certified copy of the Amendment to the Articles of Incorporation filed with the District of Columbia (jurisdiction of incorporation) on May 14, 1998 reflecting the name change.

Please file the Amendment as soon as possible and return evidence of recordation to my attention.

Please call me at (301) 657-7146 if you have any questions.

Thank you.

Sincerely,

Deborah L. Ohlmacher

Deborah L. Ohlmacher
Senior Legal Assistant

Enclosures

cc: Terri D. Klatzkin

H:\CKREALTY\LTTRS98\052898fl.wpd

N/c

VS JUN 1 0 1998

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA
(Pursuant to s.607.1504, F.S.)

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SECTION I
(1-3 MUST BE COMPLETED)

1. CK Realty, Inc.
Name of corporation as it appears on the records of the Department of State.
2. The District of Columbia 3. December 21, 1993
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? May 14, 1998
5. CEI Realty, Inc.
Name of corporation after the amendment, adding suffix "corporation" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. The name cannot contain the word "company" or its abbreviation "Co."
6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

CEI REALTY, INC.

By: 
Signature

May 15, 1998
Date

Lawrence C. Nussdorf
Typed or printed name

President
Title

CR2E019(4/95)

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the DISTRICT OF COLUMBIA BUSINESS CORPORATION ACT have been complied with and accordingly, this CERTIFICATE of AMENDMENT is hereby issued to CK REALTY, INC.

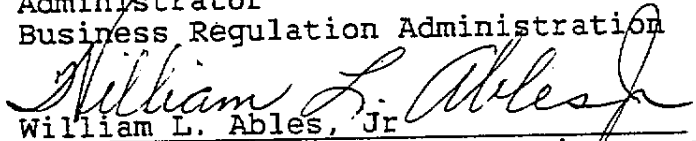
Name Change To

CEI REALTY, INC.

as of May 14th, 1998 .

W. David Watts
Director

Patricia A. Montgomery
Administrator
Business Regulation Administration


William L. Ables, Jr.

Act. Asst. Superintendent of Corporations
Corporations Division

Marion Barry, Jr.
Mayor

**AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
CK REALTY, INC.**

To: Department of Consumer and Regulatory Affairs
Corporations Division
Washington, D.C. 20001

Pursuant to the provisions of Title 29, Chapter 3 of the Code of Laws of the District of Columbia, the undersigned corporation adopts the following Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is CK Realty, Inc. (the "**Corporation**").

SECOND: The following amendment to the Articles of Incorporation was adopted in the manner prescribed by the Code of Laws of the District of Columbia:

The Corporation's Articles of Incorporation shall be amended by deleting the present Article FIRST and inserting in lieu thereof a new Article FIRST, as follows:

FIRST: The name of the corporation is CEI Realty, Inc. (the "**Corporation**").

THIRD: The foregoing amendment was advised and unanimously approved by the Board of Directors and all of the shareholders in accordance with the Corporation's Articles of Incorporation and applicable law.

FOURTH: The amendment was adopted by the shareholders by written consent in lieu of a meeting dated April 30, 1998.

FIFTH: The manner, if not set forth in such amendment, in which any exchange reclassification or cancellation of issued shares provided for amendment shall be effected, is as follows: NOT APPLICABLE.

SIXTH: The manner in which such amendment effects a change in the amount of stated capital, or paid in surplus, or both, and the amount of stated capital and the amount of paid in surplus as changed by such amendment, are as follows: NOT APPLICABLE.

[signatures appear on next page]

Dated: April 30, 1998

CEI REALTY, INC.

By: *Lawrence C. Nussdorf*
Lawrence C. Nussdorf,
President

By: *Connie B. Pumphrey*
Connie B. Pumphrey,
Secretary

I, *Deborah L. Chlmaček*, a Notary Public in and for the State of Maryland do hereby certify that Lawrence C. Nussdorf, President of CEI Realty, Inc., and Connie B. Pumphrey, Secretary of CEI Realty, Inc., personally appeared before me and acknowledged the above Amendment to the Articles of Incorporation to be their act and deed.

Subscribed and sworn to me this *30th* day of April, 1998.

Deborah L. Chlmaček
Notary Public

[Notary Seal]

DEBORAH L. CHLMAČEK
NOTARY PUBLIC
My Commission Expires

**DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER
AND REGULATORY AFFAIRS**

I hereby certify that this is a true and complete copy of the document filed in this office, the Corporations Division of the Business Regulation Administration, and that this document was admitted to record in File # 910202

Date of Certification 5-27 1998

W. T. Asplund
Superintendent of Corporations
By William J. Asplund