



THE UNITED STATES
CORPORATION
COMPANY

L000000012535

ACCOUNT NO. : 072100000032

REFERENCE : 863743 7742A

AUTHORIZATION

Patricia Pizots

COST LIMIT : \$ 25.00

ORDER DATE : October 13, 2000

ORDER TIME : 4:12 PM

ORDER NO. : 863743-010

CUSTOMER NO: 7742A

CUSTOMER: Mercy Estevez, Paralegal
Tew Cardenas Rebak Kellogg
Suite 2600
201 S. Biscayne Boulevard
Miami, FL 33131

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

00 OCT 19 AM 8:52

NOT RECORDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

DOMESTIC AMENDMENT FILING

NAME: SOUTH OCEAN PROPERTIES, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 19 PM 12:24

APPROVED
AND
FILED

EFFECTIVE DATE:

100003429361--2

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: Jeanine Reynolds EXT 1133
EXAMINER'S INITIALS:

JB
10-19-00

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

SOUTH OCEAN PROPERTIES, LLC
(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was OCTOBER 16, 2000.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 201 S. Biscayne Boulevard, Suite 2600, Miami, Florida 33131.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Shiraz Management Limited, 201 S. Biscayne Boulevard, Suite 2600, Miami, Florida 33131.

Dated October 17, 2000



Signature of a member or authorized representative of a member

LAURA R. DUNLAP

Typed or printed name of signee

Filing Fee: \$25.00

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AND
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00 OCT 19 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Amendment to Articles of Organization of SOUTH OCEAN PROPERTIES, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Amendment to the Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Amendment to the Articles of Organization of the LLC with the State of Florida, Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this
18 day of October, 2000

WITNESS

Mercedes Estevez

TYPED OR PRINTED NAME

WITNESS

Irma Spoto

TYPED OR PRINTED NAME

SIGNATURE

TYPED OR PRINTED NAME

BRIAN P. TAGUE

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