CIS
CORPORATION INFORMATION SERVICES, INC

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ATTN: ALAN I. ARMOUR II
407-686-3307
ATTORNEYS AT LAW
P.O. BOX 3704
W.PALM BCH, FL 33402

WORK ORDER NUMBER		
00001769		
CUSTOMER NO.	ORDER DATE	ORDER TIME
3335	02/13/90	10:40 AM
ORDER TAKEN BY:		
MARIA NEWPORT		

WORK ORDER DESCRIPTION

Name Change

FILE AMENDMENT

-02/13/90--00088--005
DOMESTIC AMENDMENTS
CERT/PHOTO COPY---****30.00
AMENDMENT---------****20.00
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TOTAL-------------****50.00

CERTIFIED COPY / NAME CHANGE

1. JUPITER-B.S.S.C., INC.

CHANGE TO:

THE BLUFFS SHOPPING CENTER CORPORATION

FILE DATE:

STATE FEES PREPAID WITH YOUR CK# 16542 OF $50.00

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REQUEST FOR INFORMATION

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ARTICLES OF AMENDMENT

FOR

JUPITER - B.S.S.C., INC.

The undersigned, being the President and Secretary of the Corporation, hereby make, acknowledge and file these Articles of Amendment for the purpose of revising the Articles of Incorporation filed with the Secretary of State, State of Florida, on January 19, 1990, and in so doing certify as follows:

1. The Articles of Incorporation are hereby amended as follows:

(a) Article I is deleted in its entirety and shall henceforth provide as follows:

ARTICLE I

The name of this Corporation shall be:

THE BLUFFS SHOPPING CENTER CORPORATION

(b) In Article VII, the address of Peter F. Cohen is hereby revised as follows: The Simpson Tower, 401 Bay Street, Suite 2412, Toronto, Ontario, Canada M5H 2Y4.

2. The amendments set forth in paragraph 1 hereof were duly adopted by all the shareholders and directors of the Corporation on the 29th day of January, 1990.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Amendment for the uses and purposes aforesaid, this 29th day of January, 1990.

JUPITER - B.S.S.C., INC.

By: ______________________
John W. S. Preston, President

ATTEST:

By: ______________________
Robert S. Green, Secretary

(SEAL)

STATE OF FLORIDA)
) SS:
COUNTY OF Palm Beach)

The foregoing Articles of Amendment were acknowledged before me this 30th day of January, 1990, by John W. S. Preston, the President of Jupiter - B.S.S.C., Inc., a Florida corporation, on behalf of the Corporation.

Tesa M. Tucker
NOTARY PUBLIC
State of Florida

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES MAY 28 1993
BONDED THRU HUCKLEBERRY & ASSOCIATES

3697Q/clc
2714/5704

CONSENT OF SHAREHOLDERS AND DIRECTORS

OF

JUPITER - B.S.S.C., INC.

The undersigned corporation, holding all the authorized, issued and outstanding capital stock of Jupiter - B.S.S.C., Inc., a Florida corporation (the "Corporation"), and the undersigned individuals constituting the entire Board of Directors of the Corporation, do hereby consent to the following resolutions:

RESOLVED, that the Articles of Incorporation be amended to provide that the name of the Corporation be changed to "The Bluffs Shopping Center Corporation"; and be it further

RESOLVED, that the Articles of Incorporation be amended to provide that the address of Peter F. Cohen is as follows: The Simpson Tower, 401 Bay Street, Suite 2412, Toronto, Ontario, Canada M5H 2Y4; and be it further

RESOLVED, that the President and Secretary be and hereby are authorized and directed to prepare, execute and file with the Secretary of State, State of Florida, such documentation as may be necessary to effectuate the foregoing.

Effective this 29th day of January, 1990.

John W. S. Preston, President

Peter F. Cohen, Vice President

Robert S. Green, Secretary/Treasurer

NORTH AMERICAN REALTY [U.S.] CORPORATION

By: ____________
Its: President

3696Q/clc
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