

Division of Corporations

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DB WINDWARD MANAGER INCORPORATED

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Florida Dept of State



November 1, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

DB WINDWARD MANAGER INCORPORATED
501 CONTINENTAL PLAZA 3250 MARY ST
COCONUT GROVE, FL 33133

SUBJECT: DB WINDWARD MANAGER INCORPORATED
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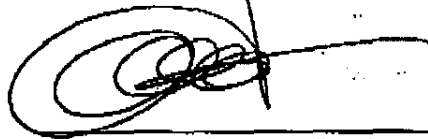
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Tuesday, October 31, 2006

**FIRST AMENDMENT TO ARTICLES OF INCORPORATION
OF DB WINDWARD MANAGER INCORPORATED**

Dana J. Berman, as the President of DB Windward Manager Incorporated, a corporation originally organized under the laws of the State of Florida on August 28, 2006, Document #P06000112125 (the "Corporation") hereby makes, swears, certifies and files the following amendments to the Corporation's articles of incorporation, all of which have been adopted and are effective as of October 31, 2006. This amendment was approved by the action of the shareholders, directors and officers on October 31, 2006.

Change of Name. The name of the Corporation hereby is amended to be "M.A.M.C. Windward Manager Incorporated".

IN WITNESS WHEREOF, the undersigned has caused this First Amendment to be executed the thirty-first day of October 2006 at Coconut Grove, Florida.



Dana J. Berman, President

(CORPORATE SEAL)

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This instrument prepared by:
Jesse M. Keenan, Esquire
Baker Cronig Gassenheimer LLP.
307 Continental Plaza
3250 Mary Street,
Coconut Grove, Florida 33133
Telephone (305) 444-6300

Audit No. H06000265327-3