

WAXMAN PROPERTY GROUP

P99000064158

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 25 PM 3:15

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

**RE: Articles of Amendment
Foundation Capital, Inc
Document Number P99000064158**

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-02/25/02--D1098--015
*****35.00 *****35.00

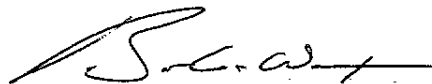
Dear Division of Corporations:

Please find enclosed one (1) original and one (1) copy of the Articles of Amendment to the Articles of Organization for Foundation Capital, Inc together with a check in the amount of \$35 for the filing fee.

Please file these Articles of Amendment and return a copy to me at our new mailing address: 5601 Corporate Way, Suite 404, West Palm Beach, Florida 33407.

Thank you for the assistance.

Sincerely,



Brian K. Waxman

Enclosures

H:\Waxman Property Group\Articles. Amend.Filing.Let1.doc

N/c

V SHEPARD
MAR 1 2002

**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION FOR
FOUNDATION CAPITAL, INC.**

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST:

Article I – Name is hereby amended to provide that the name of the corporation shall be changed to **Waxman Property Group, Inc.**

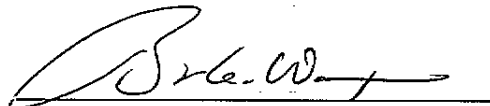
SECOND:

The date of this amendment's adoption was February 1, 2002.

THIRD:

This amendment was approved by the shareholders of the corporation. The number of votes cast for the amendment was sufficient for approval.

Signed this 18 day of February, 2002.



Brian K. Waxman, President