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March 11, 1999

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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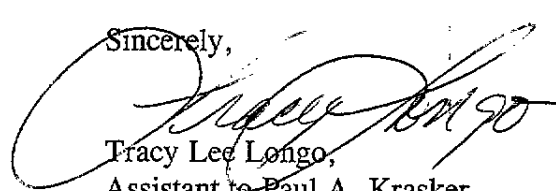
Re: Certificate of Amendment to Articles of Organization of Florida Hotel
Management, L.C.

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Certificate of Amendment to Articles of Organization of Florida Hotel Management, L.C. along with our check in the amount of \$52.50 to cover your costs associated with filing the same. Please file the enclosed and forward a date stamped copy of the Certificate to the undersigned in the self-addressed, stamped envelope enclosed for your convenience.

Should you have any questions, please do not hesitate to call.

Sincerely,


Tracy Lee Longo,
Assistant to Paul A. Krasker

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DIVISION OF CORPORATIONS
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Enclosures

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Acknowledgement	
W. P. Verityer	

**CERTIFICATE OF AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
FLORIDA HOTEL MANAGEMENT, L.C.**

This Certificate of Amendment to the Articles of Organization of Florida Hotel Management, L.C. ("Certificate") is filed by Florida Hotel Management, L.C., a Florida limited liability company ("Company"), which Company's Articles of Organization were filed with the Secretary of State of Florida on August 14, 1997, and previously amended pursuant to that certain Certificate of Amendment to the Articles of Organization filed with the Secretary of State of Florida on October 22, 1997.

The Articles of Organization of the Company are hereby amended as follows:

1. Article V is amended to provide in its entirety as follows:

The management of the Company shall be vested in a Manager, who will serve until a successor is duly elected pursuant to the Regulations. The address for the Manager is as follows: Georgi Zaczac, Executive Offices, 777 N.W. 72nd Avenue, Miami, Florida 33126.


2. Article VI is amended to provide in its entirety as follows:

Additional members may be admitted to the Company only upon the terms and conditions as may be established by the Manager.

3. Article VIII is amended to provide in its entirety as follows:

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the Manager.

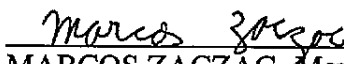
IN WITNESS WHEREOF, the undersigned, consisting of all of the Members of the Company, have hereunto subscribed their names this 5 day of March, 1999.



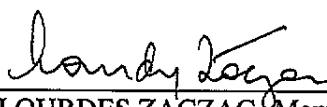
GEORGI ZACZAC, Member and Manager



ELIZABETH ZACZAC, Member



MARCOS ZACZAC, Member



LOURDES ZACZAC, Member



GEORGI ZACZAC, JR., Member

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