

Document Number Only

F940000000143

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

800002884738--4
-05/25/99--01002--005
*****35.00 *****35.00

CORPORATION(S) NAME

CPI Holdings, Inc.

Changing to: EastGroup Florida Holdings, Inc.

name
Change
Amend

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgement
W.P. Verifier

05/24/99

FILED
99 MAY 24 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAY 24 PM 2:52
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
99 MAY 24 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. CPI Holdings, Inc.
Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Massachusetts

3. Date authorized to do business in Florida: January 7, 1999

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

February 9, 1999

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

EastGroup Florida Holdings, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Keith McKey
Signature
Name and Title

5-18-99
Date

N. Keith McKey, Secretary



The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

May 12, 1999

TO WHOM IT MAY CONCERN:

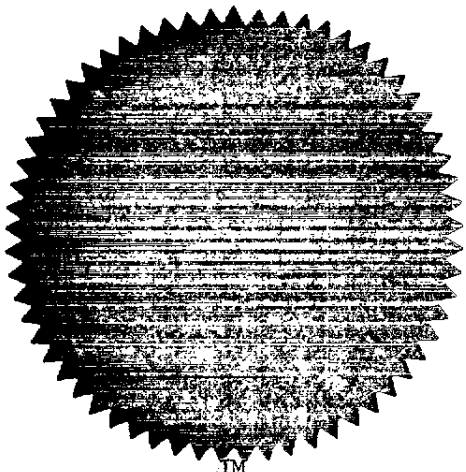
I hereby certify that the records of this office show that
CPI HOLDINGS, INC.

was incorporated under the General Laws of this Commonwealth on
January 5, 1994

I further certify that by articles of amendment filed on February 9, 1999
the name of said corporation was changed to

EASTGROUP FLORIDA HOLDINGS, INC.

and said corporation still has legal existence.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* JM
MGL Chapter 156B, § 83A provides that certain consolidations and mergers may be filed with the Division within thirty days after the effective date of the merger or consolidation.