Thomas B. Hens

Attorney at Law

35/215

FILED May 17 1999 12:00 am Secretary of State

May 13, 1999

300002877403--9 -05/17/99--01110--008 *****43.75 ******43.75

Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: Boca Raton News, Inc.

To Whom It May Concern:

Enclosed is an Articles of Amendment to Articles of Incorporation of Boca Raton News, Inc. for filing. I have also enclosed a check in the amount of \$43.75, which covers the filing fee and one certified copy. For your convenience, I have enclosed a stamped return envelope to return a certified copy to me.

If you have any questions regarding this filing, please do not hesitate to give me a call.

Sincerely,

Bernadine B. Tripp

Assistant to Thomas B. Henson

TBH/bbt

Enclosure

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TALLAHASSEE, FLORK

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

	 - s = 42
BOCA RATON NEWS, INC.	
(present name)	-

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I: The name of the corporation shall be changed to Boca Raton Real Estate Holdings, Inc.

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 5/12/99

FOURTH: Adoption of Amendment(s) (CHECK ONE)

	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		-		
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):				
	"The number of votes cast for the amendment(s) was/were sufficient for approval by		. : :		
赵	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		-		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.				
Ş	Signed this 12th day of May , 19 99	· · ·	15 : ·		
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)				
OR					
(By a director if adopted by the directors)					
	OR				
	(By an incorporator if adopted by the incorporators)				
	Thomas B. Henson Typed or printed name	ţ, w			
	Secretary				
	Title		`		