



THE UNITED STATES
CORPORATION
COMPANY

A15712

ACCOUNT NO. : 072100000032

REFERENCE : 628658 4330594

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 17, 2000

ORDER TIME : 9:18 AM

ORDER NO. : 628658-005

CUSTOMER NO: 4330594

CUSTOMER: Margaret O. Ryder, Legal Asst
Adorno & Zeder, P.a.
Suite 1600
2601 South Bayshore Drive
Miami, FL 33133

FILED
CLERK OF STATE
CORPORATIONS
00 MAR 17 AM 11:31

DOMESTIC AMENDMENT FILING

NAME: TERREMARK CENTRE, LTD.

100003173811--4
-03/17/00--01036--009
****105.00 ****105.00

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS: h/c 3/17/00

RECEIVED
00 MAR 17 AM 9:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
TERREMARK CENTRE, LTD.**

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DEPT. OF STATE
DIVISION OF CORPORATIONS
00 MAR 17 AM 11:31

The undersigned, being the general partners and limited partners of Terremark Centre, Ltd., a Florida limited partnership, formerly known as Grove Bay Plaza, Ltd. (the "Partnership"), pursuant to Section 620.109 of the Florida Statutes, does hereby certify:

- FIRST:** The name of the Partnership is Terremark Centre, Ltd.
- SECOND:** The Certificate of Limited Partnership of the Partnership (the "Certificate"), was filed with the Department of State of Florida, Division of Corporations on November 14, 1983.
- THIRD:** Section 4 of the Certificate of Limited Partnership of the Partnership is hereby deleted in its entirety and amended to read as follows:

4.. **Name, Addresses and Partnership Interest of Partners:**

The names and addresses of the general partner and the limited partner of the Partnership are as follows:

89900001550

General Partner	Terremark Centre GP, Inc., a Florida Corporation 2601 South Bayshore Drive Penthouse One Miami, Florida 33133
Partnership Percentage Interest	2.0%
Limited Partner	Terremark Centre Partner, Inc., a Florida Corporation 2601 South Bayshore Drive Penthouse One Miami, Florida 33133
Partnership Percentage Interest	98.0%


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STATE OF FLORIDA

FOURTH: In all other respects, the Certificate, as amended to date, remains in full force and effect, and unmodified.

FIFTH: The foregoing amendment was adopted by the general partners and the limited partner of the Partnership by unanimous written consents dated December 22, 1999.

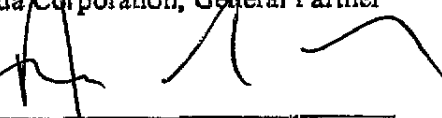
IN WITNESS WHEREOF, the undersigned general partners and limited partner of the Partnership have executed this Certificate of Amendment as of the 22nd day of December, 1999.

TERREMARK CENTRE, INC., a
Florida Corporation, Managing General Partner

By: 


Adrian Crosbie-Jones
Its: Vice President

TERREMARK AT BAYSHORE, INC., a
Florida Corporation, General Partner

By: 

Adrian Crosbie-Jones
Its: Vice President

ACGDI, INC., a Florida Corporation,
Limited Partner

By: 

Adrian Crosbie-Jones
Its: Vice President

TERREMARK CENTRE GP, INC.,
Florida Corporation, General Partner

By: Michael L. Katz

Michael L. Katz

Its: President

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CLERK OF DISTRICT COURT
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STATE OF FLORIDA
CORPORATIONS

TERREMARK CENTRE PARTNER, INC.,
a Florida Corporation, Limited Partner

By: Michael L. Katz

Michael L. Katz

Its: President