



THE UNITED STATES
CORPORATION
COMPANY

B97000000194

ACCOUNT NO. : 072100000032

REFERENCE : 082413 4303929

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 420.00

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 JAN 19 AM 11:43

ORDER DATE : December 29, 1998

ORDER TIME : 9:29 AM

ORDER NO. : 082413-030

CUSTOMER NO: 4303929

200002745702--5

CUSTOMER: Ms. Rosa Wong
Greenberg Traurig
1221 Brickell Avenue
20th Floor
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: DOLPHIN MALL ASSOCIATES
LIMITED PARTNERSHIP

367.50

EFFECTIVE DATE:

52.50

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY (6)
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING (6)

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

99 JAN 19 AM 10:42

RECEIVED

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF
DOLPHIN MALL ASSOCIATES LIMITED PARTNERSHIP**

FILED STATE
SECRETARY OF CORPORATIONS
99 JAN 19 AM 11:43

Pursuant to the provisions of Section 620.173, Florida Statutes, DOLPHIN MALL ASSOCIATES LIMITED PARTNERSHIP, a limited partnership formed under the laws of Delaware, hereby submits this certificate of amendment to its Application for Registration:

1. Paragraph 9 of the Application for Registration is amended as follows:

9. The names and addresses of the withdrawing general partner and the new general partner are as follows:

Withdrawing General Partner
DOLPHIN MALL GENPAR, INC.
1999 Avenue of the Stars
Suite 1200
Los Angeles, CA 90067

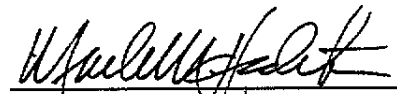
New General Partner
SREG DOLPHIN MALL, INC.
200 South Park Road
Suite 200
Hollywood, FL 33021

798000006831

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed by the general partner designated herein as of the 15 day of January, 1999.

GENERAL PARTNER (Withdrawing):

DOLPHIN MALL GENPAR, INC.,
a Delaware corporation



Name: Mark M. Hedstrom
Title: Vice President

GENERAL PARTNER (New):

SREG DOLPHIN MALL, INC.
a Delaware corporation



MICHAEL J. SWERDLOW, Chairman