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MANNING PROPERTY  
C · O · R · P · O · R · A · T · I · O · N

August 6, 1997

CERTIFIED MAIL RETURN REQUEST

Florida Department of State  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

Re: Name change

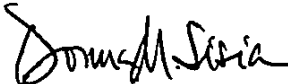
Dear Sir or Madam:

Please find enclosed the following items:

- Articles of Amendment to Articles of Incorporation
- Action of the Shareholders and Directors By Unanimous Written Consent In Lieu of Special Meeting
- Our check in the amount of \$35.00 for the filing fee.

Should you have any questions or need additional information, please do not hesitate to contact us. Thank you for your time and attention to this matter.

Sincerely,



Donna M. Sisia  
Vice President

DMS:kbb  
Enclosures

FILED  
91 AUG 11 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-08/11/97--01156--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

N/C  
DMS  
8/19

MANNING PROPERTY CORPORATION

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION

97 AUG 11 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

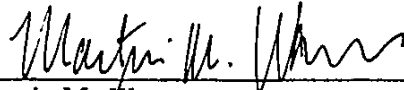
The undersigned, being the President and Secretary of Manning Property Corporation, hereby adopt, pursuant to Section 607.1001 of the Florida Statutes, the following Articles of Amendment to the Corporation's Articles of Incorporation, which were originally filed with the Florida Department of State on January 18, 1984 under the name of Continental Securities Group, Inc., as amended by Articles of Amendment filed March 27, 1992.

*The Articles of Incorporation of the Corporation are hereby amended as follows:*

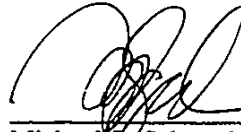
Article 1 of the Articles is amended to read as follows: "Article 1. Name. The name of the Corporation is: WSR REALTY GROUP, INC."

The foregoing amendments were adopted unanimously by the shareholders and directors of the Corporation, which was sufficient for approval.

IN WITNESS WHEREOF, the undersigned have set their hands this 6th day of August, 1997.



Martin M. Wasmer  
President



Michael J. Schroeder  
Secretary

MANNING PROPERTY CORPORATION

Action of the Shareholders and Directors  
By Unanimous Written Consent  
In Lieu of Special Meeting

Pursuant to the authority of §607.0704 and §607.0821 of the Florida Business Corporation Act, the undersigned, being all the Shareholders and Directors of Manning Property Corporation, a Florida corporation (the "Corporation"), do hereby affirmatively VOTE FOR, CONSENT TO, ADOPT, AND APPROVE the following resolutions:

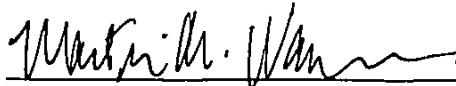
RESOLVED, that the Corporation amend its Articles of Incorporation to: change the name of the Corporation to "WSR REALTY GROUP, INC."

RESOLVED, that the Corporation file Articles of Amendment to Articles of Incorporation with the Florida Department of State in the same form as the attached Exhibit A.

RESOLVED, that the proper Officers of this Corporation be, and they are, authorized to take such further action to execute and deliver all such further agreements, instruments and documents, in the name of the Corporation and under its corporate seal as in their judgment shall be necessary, proper or advisable in order to carry out the intent and to accomplish the purposes of the resolutions adopted hereby.

RESOLVED, that this written action in lieu of Special Meeting may be executed and transmitted via facsimile machine, and that such signature shall be deemed to be the original signature of the signatory.

IN WITNESS WHEREOF, the undersigned have set their hands this 6<sup>th</sup> day of August, 1997.



Martin M. Wasmer  
Shareholder & Director



Michael J. Schroeder  
Shareholder & Director