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ALAN J. MARCUS

Attorney at Law
Aventura Corporate Center
20803 Biscayne Boulevard, Suite 301
Aventura, Florida 33180
Telephone (305) 937-1800
Telefax (305) 937-1857

Via Federal Express

February 27, 2003

Secretary of State Divisions of Corporations 409 East Gaines Street Tallahassee, Florida 32399

RE: Equity One Realty & Management, Inc. name change to Equity One Realty & Management FL, Inc.

Dear Sir or Madam:

Enclosed please find the Amendment to Articles of Incorporation for Equity One Realty & Management, Inc. name change to Equity One Realty & Management FL, Inc.

Please be kind enough to return to the undersigned a certified copy of the Amended Articles of Incorporation using the enclosed Federal Express air bill.

I also enclose a check payable to the Secretary of State in the amount of \$43.75 representing \$35.00 for the filing fee and \$8.75 for a certified copy of same.

If you have any questions or comments, please do not hesitate to contact me.

 $1 \land 1 \land 1$

ALAN J. MARCUS

AM/ajp Encis.

 $F. WP {\it files} \ {\it Corporate} \ {\it SecofState}. E1. Amend {\it Article.fed.wpd}$

AMENDMENT TO ARTICLES OF INCORPORATION

FILED

OF

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EQUITY ONE REALTY & MANAGEMENT, INC. (ALLAHASSEE, FLORIDA

EQUITY ONE REALTY & MANAGEMENT, INC., a Florida Corporation, (the "Corporation") desires to amend its Articles of Incorporation as currently in effect and as hereinafter amended.

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be EQUITY ONE REALTY & MANAGEMENT FL, INC.

ARTICLE II - MISCELLANEOUS

This Amendment was adopted by unanimous approval of all of the stockholders and the Board of Directors on February 10, 2003.

IN WITNESS WHEREOF, the undersigned Office

of Incorporation this 10th day of February, 2003.

I this Amendment to Articles

DORON VALERO

Vice President

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day, personally appeared DORON VALERO, as Vice President of EQUITY ONE REALTY & MANAGEMENT, INC. to me (X) personally known, or () who presented as I.D.: who did take an oath, and known to me to be the same person described in and who executed the foregoing Amendment to Articles of Incorporation and acknowledged the foregoing to be his act and deed.

IN TESTIMONY WIFREST Pray hereunto subscribed my name and affixed my seal of office the day and year

above written.

SEAL:

NOTARY PUBLIC STATE OF FLORIDA