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February 10, 1997

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

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-02/12/97--01069--001
*****52.50 *****52.50

Attention: Amendments Section

Re: DEL VALLE GROUP, L.C.

Dear Sir/Madam:

Enclosed please find an originally executed copy and one photocopy of an Amendment to Affidavit of Membership and Contributions for the above-captioned entity. Please file the aforementioned document as soon as practicable and provide the undersigned with a stamped copy thereafter.

Thank you in advance for your attention to this matter. Please feel free to contact the undersigned directly at (305) 860-7098 if there are any questions or comments.

Sincerely,

ADORNO & ZEDER, P.A.

Justin T. Wilson
Justin T. Wilson
Legal Assistant

encl.

SH 2/17
Amend.

FILED
97 FEB 12 AM 8:43
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

**AMENDMENT
TO
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
DEL VALLE GROUP, L.C.**

FILED
97 FEB 12 AM 8:43
SECTION 100.01
TALLAHASSEE, FLORIDA

The undersigned, Authorized Representative of DEL VALLE GROUP, L.C., a limited liability company organized and existing under and by virtue of the Florida Limited Liability Company Act (the "Company"), does hereby certify:

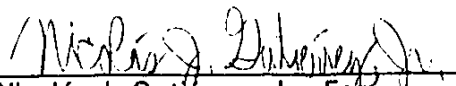
1. The name of the Company is DEL VALLE GROUP, L.C.
2. The Articles of Organization of the Company were filed with the Florida Department of State, Division of Corporations, on February 12, 1996.
3. The following section of the Affidavit of Membership and Contributions of the Company be and it hereby is amended in the following particulars:

Section 3 be and it hereby is amended in its entirety to read as follows:

"3. The agreed nominal value of contributions, other than cash contributed by members, is \$100,000. These contributions include, but are not limited to, services rendered and all rights, claims and interests in the income produced by the properties in Cuba belonging to the *Sucesión de Lorenzo Estanislao del Valle y Grau*, as well as any damages against persons trafficking in such properties."

3. The foregoing amendment was unanimously adopted by the members of the Company by written consent dated July 17, 1996.

IN WITNESS WHEREOF, the undersigned Authorized Representative of the Company has executed this Amendment this 17th day of July, 1996.


Nicolás J. Gutiérrez, Jr., Esq.,
Authorized Representative