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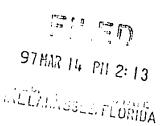
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Examiner's Initials

CERTIFICATE OF AMENDMENT

to the Articles of Organization of Star Island Enterprises, L.L.C.



Star Island Enterprises, L.L.C., a Florida Limited Liability Company (the "Limited Liability Company"), having filed its Articles of Organization at the office of the Secretary of State of Florida on March 29, 1996, and pursuant to Section 608.411 of the Florida Statutes hereby amends its Articles of Organization as indicated below.

The text of ARTICLE IV, entitled "Management" is hereby amended to read as follows:

"The Limited Liability Company is to be managed by its members and the name of each of the initial members is as follows:

Leona M. Helmsley Helmsley Enterprises, Inc.

The name and address of the managing member is:

Leona M. Helmsley c/o Helmsley Enterprises, Inc. 230 Park Avenue New York, NY 10169."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of the thirteenth day of March, 1997.

HELMSLEY ENTERPRISES, INC.,
As member of the Limited Liability Company

Name: RAY ACCUITAN

Title: PRESIDENT