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1720 HARRISON STREET
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JERROLD KNEE

September 12, 1997

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

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*****105.00 *****105.00

Re: STATEWIDE INVESTMENTS L.C.

Gentlemen:

Enclosed please find two originals of Amendment to Articles of organization of Statewide Investments, L.C., together with our check in the amount of \$302.50 to cover cost of filing the Amendment and returning a certified copy of the amendment to this office.

Sincerely,

JERROLD KNEE

JK/jb
Enc.

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L96-711

Name Availability	OK 9-18
Document Examiner	OK
Updater	OK
Updater Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BURNSTEIN AND KNEE

ATTORNEYS AT LAW

6th FLOOR HOME SAVINGS BANK BUILDING

1720 HARRISON STREET

HOLLYWOOD, FLORIDA 33020-6879

~~MITRON H. BURNSTEIN~~
JERROLD KNEE

September 16, 1997

TELEPHONE (954) 927-4243
MIAMI TELEPHONE 945-6161
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Ms. Tammy Cline
Secretary of State, Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Five Star Investment Group, L.C.
Statewide Investment, L.C.

Dear Tammy:

Thank you for your phone call yesterday.

Enclosed are the replacement checks for filing the Amendments to the Articles of Organization of Five Star Investment Group, L.C. and State Wide Investments, L.C. Please return the original checks to us with the certified copies of the amendments.

Cordially,


JERROLD KNEE

JK/jb
Enc.

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TALLAHASSEE, FLORIDA

AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
STATEWIDE INVESTMENTS L. C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. NAME

The name of the Limited Liability Company is
STATEWIDE INVESTMENTS L.C.

II. DATE OF FILING

The Articles of Organization of STATEWIDE INVESTMENTS L.C. were filed in the office of the Secretary of State of the State of Florida on July 2, 1996, document number L96000000711.

III. AMENDMENT

The Articles of Organization of STATEWIDE INVESTMENTS L.C. are hereby amended as follows:

A. Article III - DURATION - is amended to read "The period of duration for the Limited Liability Company shall be:

TWENTY YEARS."

B. Article IV - MANAGEMENT - is amended to read "The Limited Liability Company is to be managed by all the members. The name and address of the managing member is:

Howard Steinberg
1720 Harrison St., Suite 7B
Hollywood, FL 33020"

C. The following Article VII is hereby added to the Articles of Organization:

"ARTICLE VII - TRANSFER OF MEMBERSHIP

A member may transfer his membership upon the unanimous consent of the remaining members."

IN WITNESS WHEREOF the undersigned member has signed the foregoing Amendment To Articles of Organization this 12 day of September, 1996

Howard Steinberg
Howard Steinberg

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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TALLAHASSEE, FLORIDA