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ACCOUNT NO. : 072100000032

REFERENCE : 249762 9876A

AUTHORIZATION

Patricia Pizito

COST LIMIT : \$ 25.00

ORDER DATE : October 30, 2001

ORDER TIME : 12:31 PM

ORDER NO. : 249762-005

400004659664--5

CUSTOMER NO: 9876A

CUSTOMER: Manuel Diner, Esq
Manuel Diner, P.a.
Suite 601
141 N.e. Third Avenue
Miami, FL 33132-2238

DOMESTIC AMENDMENT FILING

NAME: CAPITAL INVESTMENTS WEST,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER'S INITIALS:

JP
10-30-01

01 OCT 30 PM 2:09
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA 01 OCT 30 PM 1:40
DIVISION OF CORPORATION

APPROVED
AND
FILED

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
CAPITAL INVESTMENTS WEST, L.L.C.**

- FIRST:** The date of filing of the articles of organization was August 14 1997.
- SECOND:** The following amendment to the articles of organization was adopted by the limited liability company:

Articles IX of the Articles of organization is changed to read as follows:

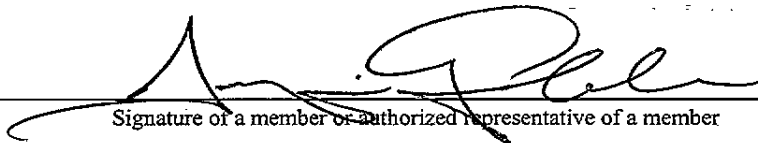
**ARTICLE IX
MANAGEMENT**

The company is to be managed by one or more managers and is, therefore, a manager-managed company.

The names and addresses of the members of the company are:

Sergio Grobler	10825 S.W. 74 th Court, Miami, Fl. 33156.
Simon Garfinkel	27 Windmere Way, Woodbury, New York 11797

Dated: October 26, 2001.



Signature of a member or authorized representative of a member

SERGIO GROBLER

Typed or printed name of signee

01 OCT 30 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED