



THE UNITED STATES
CORPORATION
COMPANY

L98000000624

ACCOUNT NO. : 072100000032

REFERENCE : 167636 8690A

AUTHORIZATION : Patricia Puyat

COST LIMIT : \$ 52.50

ORDER DATE : March 12, 1999

ORDER TIME : 10:12 AM

ORDER NO. : 167636-025

CUSTOMER NO: 8690A

CUSTOMER: Ms. Lorry A. Cusack
Bedzow Korn Brown Wolfe &
Suite 200
20803 Biscayne Boulevard
Aventura, FL 33180

200002805852--5

DOMESTIC AMENDMENT FILING

NAME: THE ATLANTIC BATH CLUB, 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: Robert Maxwell

EXAMINER'S INITIALS: _____

L98-624

Name	193-18
Availability	
Document	
Examiner	
Updater	
Underwriter	
Verifier	
W. P. [unclear]	

FILED
99 MAR 15 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 15, 1999

ROBERT MAXWELL
CSC

SUBJECT: THE ATLANTIC BATH CLUB, L.C.
Ref. Number: L98000000624

RESUBMIT

Please give original
to the Secretary of State as file date.

We have received your document for THE ATLANTIC BATH CLUB, L.C. and the authorization to debit your account in the amount of \$52.50. However, the document has not been filed and is being returned for the following:

Since the amount of contributions are changing this needs to be titled supplemental affidavit and the fee to file this \$250.00.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 699A00012298

RECEIVED
99 MAR 18 PM 12:00
DIVISION OF CORPORATIONS

99 MAR 15 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**SUPPLEMENTAL
AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The initial ARTICLES OF ORGANIZATION OF THE ATLANTIC BATH CLUB, L.C., a Florida limited liability company were filed with the Secretary of State, Division of Corporations, State of Florida on May 15, 1998, under State file number L98000000624. This Supplemental Affidavit of Capital Contributions is being filed to declare the amount of the capital contributions of the Members.

Pursuant to Section 608.412 of the Florida Limited Liability Company Act, the undersigned, as Managing Member of The Atlantic Bath, L.C., a Florida limited liability company (the "Company"), who, upon being duly sworn, certifies the following:

1. As of the date hereof, the anticipated amount of additional capital contributions to the Company made by the members are as follows:

\$2,000.00 = GABOR RADO, Trustee - 40%

\$1,000.00 = FREDERIC RADO, Trustee - 35%

\$2,300,000.00 = FIVE MATTESON, L.L.C. = 25%

2. There have been no contributions to the Company made by the members other than cash contributions or contribution of promissory notes.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, the undersigned, as Managing Member of the Company, declares that the undersigned has read the foregoing and that the facts alleged are true, to the best of the undersigned's knowledge and belief.

DATED: March 16, 1999

MANAGING MEMBER:


FREDERIC RADO

FILED
99 MAR 15 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA