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Florida Department of State

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LIMITED LIABILITY AMENDMENT

LINCOLN PLAZA PARTNERS LLC

W99-20168 - L99-2905

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CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
LINCOLN PLAZA PARTNERS LLC

Pursuant to the provisions of Section 608.411 of the Florida Statutes, **LINCOLN PLAZA PARTNERS LLC**, a Florida limited liability company (hereinafter, the "Limited Liability Company") adopts the following Certificate of Amendment to its Articles of Organization:

FIRST: The name of the Limited Liability Company is: **LINCOLN PLAZA PARTNERS LLC**.

SECOND: The date of filing of the Articles of Organization was May 20, 1999.

THIRD: The following amendment to the Articles of Organization were adopted by all of the members entitled to vote thereon and the sole manager of the Limited Liability Company on August 30, 1999.

FOURTH: Article VII of the Limited Liability Company's Articles of Organization is hereby amended to read in its entirety as follows:

"ARTICLE VII. MANAGEMENT"

The Company shall be conducted, carried on, and managed by no less than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided by the Company. Such Manager shall also have the rights and responsibilities described by the Company. The name and address of the Manager is as follows:

SRC LINCOLN PLAZA LLC

c/o 230 5TH Street
2nd Floor
Miami, Florida 33139

THIS INSTRUMENT WAS PREPARED BY:
Stuart K. Hoffman, Esq.
Florida Bar No. 0186851
Holland Knight LLP
701 Brickell Avenue - Suite 3000
Miami, Florida 33131
Tel (305) 374-8500
Fax (305) 789-7799

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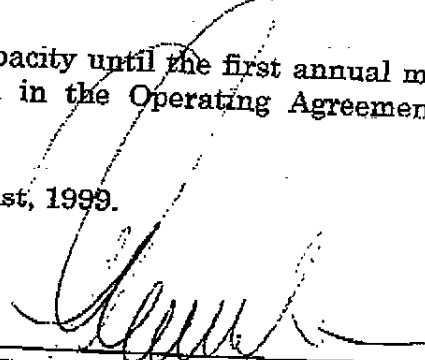
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Such Manager shall serve in such capacity until the first annual meeting of the Members or until otherwise set forth in the Operating Agreement of the Company."

Signed and dated this 30 day of August, 1999.


Stuart K. Hoffman
Duly Authorized Representative of a
Member

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