

Berman Wolfe Rennert Vogel & Mandler, P.A.

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BWRV&M

Terry Knox
Legal Assistant
E-mail tknox@bwr-law.com

September 14, 2000

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VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Attention Registration Section
409 East Gaines Street
Tallahassee, FL 32399

RE: Cybur Investments LLC

Dear Sirs/Madam:

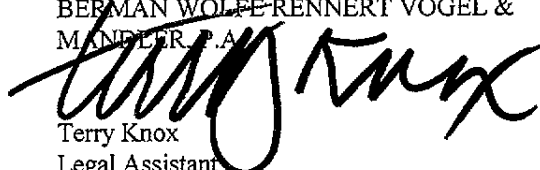
In connection with the above referenced limited liability company, enclosed please find the original Articles of Amendment to Articles of Organization along with our firm's trust account check in the amount of \$55.00 representing (1) filing fee for the Articles Amendment (\$25.00); and (2) the filing fee to obtain a complete certified copy (\$30.00). Please return the certified copy in the enclosed Federal Express envelope.

Should you have any questions, please call me at (305) 375-6595.

Thanks very kindly,

Very truly yours,

BERMAN WOLFE-RENNERT VOGEL &
MANDLER, P.A.


Terry Knox
Legal Assistant

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L99-3366
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ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION
OF
CYBUR INVESTMENTS, L.L.C.
(A FLORIDA LIMITED LIABILITY COMPANY)

FIRST: The date of filing of the articles of organization was June 10, 1999.

SECOND: The following amendments to the articles of organization were adopted by the limited liability company:

A. The nature of the businesses and of the purposes to be conducted and promoted by the limited liability company is to engage solely in the following activities:

1. To own, hold, sell, assign, transfer, operate, lease, mortgage, pledge and otherwise deal with certain property owned by the limited liability company in Miami Beach, Florida.
2. To exercise all powers enumerated in the Limited Liability Company Act of the State of Florida necessary or convenient to the conduct, promotion or attainment of the business or purposes otherwise set forth herein.

B. The limited liability company's principal place of business and mailing address is 1500 San Remo Avenue, Suite 185, Coral Gables, Florida 33146.

C. The name and address of the Registered Agent of the limited liability company is:

Scott A. Bank, Esquire
Duane, Morris & Heckscher, LLP.
200 South Biscayne Boulevard, Suite 3410
Miami, Florida 33131-2397

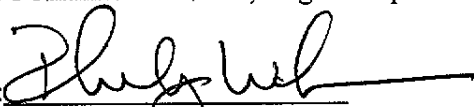
D. The limited liability company shall be managed by one manager. The name and address of the manager is:

WSG Miami Beach LLC
1500 San Remo Avenue, Suite 185
Coral Gables, FL 33146

Dated: September 8, 2000

WSG Miami Beach LP, a Delaware limited partnership, as
a member of CYBUR INVESTMENTS, L.L.C.

By: WSG Miami Beach LLC, its general partner

By: 
Name: Philip Wolman
Title: Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA :
 : SS
COUNTY OF MIAMI-DADE :

I HEREBY CERTIFY before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Philip Wolman, as the Vice President of WSG Miami Beach LLC, the general partner of WSG Miami Beach LP, a member of CYBUR INVESTMENTS, L.L.C., a Florida limited liability company in formation, who is known to me or who produced N/A Florida drivers license as identification, and acknowledged that he executed the foregoing Articles of Amendment to Articles of Organization for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Miami-Dade, Florida as of the 8th day of September, 2000.

Lori A. Smith
Notary Public, State of Florida

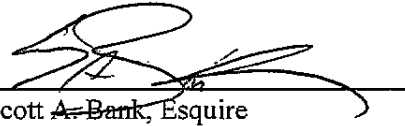
My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above named limited liability company, at the place designated in the attached Articles of Amendment to Articles of Organization, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Scott A. Bank, Esquire

Dated: September 8, 2000

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