

L99000008487

MORRISON & CONROY
A PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
3838 TAMiami TRAIL NORTH, SUITE 402
NAPLES, FLORIDA 34103
(941) 649-5200

J. THOMAS CONROY, III
BOARD CERTIFIED REAL ESTATE LAWYER
KRISTIN M. CONROY, LI. M.
DAVID N. MORRISON

TELECOPIER (941) 649-8140

January 5, 2000

Secretary of State
The Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800003033848--6
-01/11/00-01010--003
****35.00 ****35.00

Re: **Certificate of Amendment to Articles of Organization of Warehouse
Leasing Associates, LC, a Florida limited liability company**

Dear Sir/Madam:

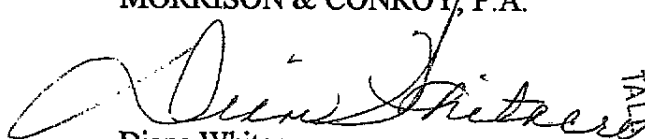
L99-8487

Enclosed please find the original and one copy of a Certificate of Amendment to the Articles of Organization of Warehouse Leasing Associates, LC, along with our check in the amount of Thirty-five Dollars (\$35.00), you fee for the filing of this Amendment.

Should you have any questions, please feel free to call. Otherwise, your prompt attention to this matter is appreciated.

Very truly yours,

MORRISON & CONROY, P.A.


Diane Whitacre
Paralegal

Encl.

FILED
00 JAN 11 AM 9:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA
WL 1/21

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
WAREHOUSE LEASING ASSOCIATES, LC
a Florida limited liability company**

- FIRST:** The date of filing of articles of organization was December 3, 1999.
- SECOND:** The following amendment to the Articles of Organization was adopted by the limited liability company:

Article VI "Management" is hereby deleted in its entirety and in its place is inserted the following:

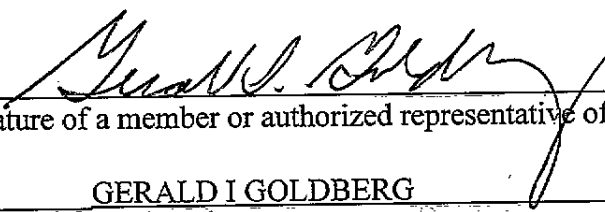
**ARTICLE VI
MANAGEMENT**

The Company is to be managed by the members as further provided in the Company's operating agreement. No member other than the managing members are agents of the Company or have the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company, each of whom, individually shall have that authority. The name and address of the managing member is:

Gerald I. Goldberg
5454 Wisconsin Avenue, Suite 1015
Chevy Chase, Maryland 20815

Dated: January 5, 2000.

FILED
00 JAN 11 AM 9:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Signature of a member or authorized representative of a member

GERALD I GOLDBERG