

SENT BY: RUDEN MCCLOSKEY

12-18-97 12:50PM

305 Department of State: # 1

M44087

12/18/97

FLORIDA DIVISION OF CORPORATIONS
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((H97000020834 2))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL,
CONTACT: SUSAN OSBORNE
PHONE: (954) 761-2910

ACCT#: 076077000521

FAX #: (954) 764-4996

NAME: ATLANTIC INVESTMENT - CLIFTON CORPORATION
AUDIT NUMBER.....H97000020834
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 2
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C Amend

Joe
12/19



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

October 28, 1997

Thomas O. Katz
Ruden, McClosky, Smith,
Schuster & Russell, P.A.
Post Office Box 1900
200 East Broward Blvd.
Fort Lauderdale, FL 33301

Dear Mr. Katz:

Re: "BankAtlantic Venture Partners 2, Inc."
"BankAtlantic Venture Partners 3, Inc."
"BankAtlantic Venture Partners 4, Inc."
"BankAtlantic Venture Partners 5, Inc."

Reference is made to your letter/fax dated October 24, requesting approval of the above-referenced corporation names which are owned by BankAtlantic's, (FSB) wholly-owned subsidiary BankAtlantic Development Corporation.

As Section 855.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the above-subject corporate name being registered to transact business in the State of Florida.

Sincerely,

A handwritten signature in black ink, appearing to read "Wm. Douglas Johnson", with a long horizontal line extending to the right.

Wm. Douglas Johnson
Assistant Director
Division of Banking
101 E. Gaines Street
Fletcher Bldg.-6th Floor
Tallahassee, FL 32399-0350
(850) 488-1111

:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Secretary of State's Office

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ATLANTIC INVESTMENT - CLIFTON CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provision of the Articles of Incorporation of Atlantic Investment - Clifton Corporation, a Florida corporation ("Corporation"), Charter Number M44087, be, and it is hereby, amended as shown below:

Article I of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

BankAtlantic Venture Partners 2, Inc.

The foregoing amendment was adopted by a Corporate Action of the sole Director and the Shareholders and of this Corporation dated December 8, 1997.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of December 8, 1997.

**ATLANTIC INVESTMENT -
CLIFTON CORPORATION**

By: 

John E. Abdo, President

Prepared by:

Thomas O. Katz, Esq., FL Bar #155836
Ruden, McClosky, et al., P.O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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