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SIMON, SCHINDLER & SANDBERG
A PROFESSIONAL ASSOCIATION
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MIAMI, FLORIDA 33137-4590

TOBIAS SIMON (1929-1982)
STEPHEN M. CODY
THOMAS M. PFLAUM*
JEFFREY D. RUBINSTEIN
NEAL L. SANDBERG
ROGER J. SCHINDLER
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January 6, 1999

* OF COUNSEL

Florida Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

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*****43.75 *****35.90
43.75

Re: Magic City Basketball, Inc. - Articles of Amendment
Our File #3803

Dear Sir or Madam:

N98000002675

Please find enclosed the original plus one copy of the Articles of Amendment to the Articles of Incorporation of Magic City Basketball, Inc., a Florida not for profit corporation, changing the name of the corporation to Magic City Foundation, Inc.

Also enclosed is our firm's check payable to your order in the amount of \$43.75 for payment of the filing and certification of the enclosed copy and return thereof to us for our file.

Thank you for your cooperation in this regard.

Sincerely,

Simon, Schindler & Sandberg, P.A.

By:

Jeffrey D. Rubinstein, Esq.

NC
1-30-99
DMS

JDR:mlm
Enclosures

cc: Magic City Foundation, Inc.

99 JAN 13 PM 12:26
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
MAGIC CITY BASKETBALL, INC., a Florida not for profit corporation**

TO: Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
99 JAN 13 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the applicable provisions of Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, which the corporation is hereby filing as required by law:

1. The name of the corporation presently is: **MAGIC CITY BASKETBALL, INC.**
2. The following Amendment to Article I of the Articles of Incorporation was adopted unanimously by all the members and directors of the corporation on November 18, 1998, in the manner prescribed by Florida Law, the Articles of Incorporation and By-Laws so that Article I, as amended, reads as follows:

ARTICLE I - NAME

The name of this corporation is: **MAGIC CITY FOUNDATION, INC.**

Dated: 11-18, 1998.

(CORPORATE SEAL)

Attest: Sergio Rouco
Sergio Rouco, Vice-President

Attest: Neal L. Sandberg
Neal L. Sandberg, Secretary

MAGIC CITY FOUNDATION, INC.

By: Tomas A. Mestre
Tomas A. Mestre, President

STATE OF FLORIDA)

SS:

COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, the undersigned authority, personally appeared Tomas A. Mestre as President, Sergio Rouco, Vice-President, and Neal L. Sandberg as Secretary, respectively, personally known to me be the persons described in and who executed the foregoing Amendment to the Articles of Incorporation and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 18th day of November, 1998. *as to Sergio Rouco AND NEAL L. SANDBERG, AND the 7th day of December, 1998, as to TOMAS A. MESTRE.*

Rosy T. Rojas

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE
ROSY T. ROJAS

My Commission expires:

OFFICIAL NOTARY SEAL
ROSY T. ROJAS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC569360
MY COMMISSION EXP. JULY 15, 2000