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ARTICLES OF AMENDMENT

ARTICLE I

The name of the Corporation is MCJC, Inc.

ARTICLE II

These Articles of Amendment are adopted to add the following provisions to Article III of the Corporation's Articles of Incorporation:

Notwithstanding the foregoing, for so long as the Corporation is indebted to Mellon United National Bank, or its assigns (the "Lender") in no event shall the Corporation:

- (a) Engage in any business or activity other than the ownership, renovation, operation and maintenance of the property located at 350 Lincoln Road, Miami Beach, Florida (the "Property"), and activities incidental thereto;
- (b) Acquire or own any material assets other than the Property and such incidental personal property as may be necessary for the operation of the Property;
- (c) Merge into or consolidate with any person or entity or dissolve, terminate or liquidate in whole or in part, transfer or otherwise dispose of all or substantially all of its assets or change its legal structure, without, in each case, the Lender's prior consent;
- (d) Fail to preserve its existence as an entity duly organized, validly existing and in good standing under the laws of the State of Florida;
- (e) Without any required prior consent of its lender, amend, modify, terminate or fail to comply with the provisions of its articles of incorporation or by-laws;
- (f) Own any subsidiary or make any investment in any person or entity;
- (g) Commingle its assets with the assets of any of its directors, officers, shareholders, members, affiliates, principals or of any other person or entity;
- (h) Until the loan from the Lender is paid, incur any debt, secured or unsecured, direct or contingent (including guaranteeing any obligation or entering into any equipment lease) other than the loan from the Lender and except unsecured trade debt incurred in the ordinary course of its business of owning, renovating and operating the Property;
- (i) Become insolvent or fail to pay its debts and liabilities from its assets as the same shall become due;
- (j) Fail to maintain its records, books of account and bank accounts separate and apart from those of any affiliate or any other person or entity;

(k) Enter into any contract or agreement with any affiliate, except upon terms intrinsically fair and substantially similar to those available on an arms-length basis with third parties;

(l) Seek its dissolution or winding up in whole or in part;

(m) Maintain its assets in such a manner that it will be costly or difficult to segregate, ascertain or identify its individual assets from those of any affiliate;

(n) Hold itself out to be responsible for the debts of another person;

(o) Make any loans or advances to any third party, including any affiliate;

(p) Fail either to hold itself out to the public as a legal entity separate and distinct from any other entity or person or to conduct its business solely in its own name; or

(q) Fail to maintain adequate capital for the normal obligations reasonably foreseeable in a business of its size and character and in light of its contemplated business operation.

ARTICLE III

The Amendment is effective April 30, 2008.

The foregoing Amendments were approved unanimously by all of the directors and shareholders of the Corporation, and no further Corporate approval is necessary.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 1 day of May 2008.

MCJC, Inc., a Florida corporation

By: [Signature]
Michael Cotras, President