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CT CORPORATION SYSTEM

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01 FEB 13 PM 3:46

CORPORATION(S) NAME

Pennsylvania Mall Holdings, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☐ Profit	☒ Amendment	☐ Merger
☐ Nonprofit		
☐ Foreign	☐ Dissolution/Withdrawal	☐ Mark
	☐ Reinstatement	
☐ Limited Partnership	☐ Annual Report	☐ Other
☐ LLC	☐ Name Registration	☐ Change of RA
	☐ Fictitious Name	☐ UCC
☐ Certified Copy	☐ Photocopies	☐ CUS
☐ Call When Ready	☐ Call If Problem	☐ After 4:30
☒ Walk In	☐ Will Wait	☒ Pick Up
☐ Mail Out		

Name _____
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Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

2/13/01

Amend
2-13-01
JS

Order#: 3586750

300003676783--5

-02/13/01--01064--007

Ref#: *****35.00 *****35.00

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

LMS

RECEIVED
01 FEB 13 AM 11:24
DIVISION OF CORPORATION

SECOND AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PENNSYLVANIA MALL HOLDINGS, INC.

FILED

01 FEB 13 PM 3:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

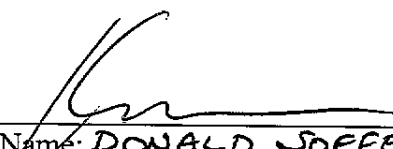
The undersigned, desiring to amend the Articles of Incorporation of Pennsylvania Mall Holdings, Inc., a Florida corporation (the "Corporation"), pursuant to Section 607.1006 of the Florida Business Corporation Act, as amended, does hereby certify:

FIRST: Paragraph (16) in Article 7, as amended, is hereby deleted and in its stead the following shall be inserted:

"The Corporation will not pledge its assets for the benefit of any other person other than in connection with the Junior Loan, the Certificate, the Pledge Agreement, and the Repairs Agreement, all in favor of LBHI."

SECOND: This Second Amendment to Articles of Incorporation was approved by the shareholders. The number of votes cast for This Second Amendment to Articles of Incorporation was sufficient for approval on 8-23-00.

IN TESTIMONY WHEREOF, the undersigned officer of the above named corporation has hereunto set her hand this 23rd day of August, 2000.


Name: DONALD JOFFER
Title: President