

P00000079180

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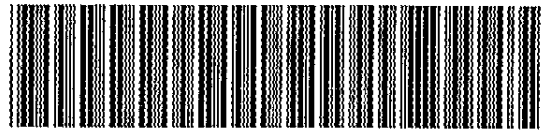


Certificates of Status



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RECEIVED  
TALLAHASSEE, FL 32301

03 JUL - 7 AM 9:20

FILED

Amend  
T. Lewis 7/10/03

## **TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT: FORTY PROPERTIES, INC.**

Enclosed are an original and one (1) copy of the articles of amendment and a check for:  
\$52.50 for the Filing Fee, Certificate of Status & Certified Copy Certified Copy

FROM: Robert A. Brandt, Esq.  
1110 Brickell Avenue, PH-1  
Miami, FL 33131  
(305) 374-2202

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

FILED  
03 JUL -7 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\_\_\_\_\_  
FORTY PROPERTIES, INC.

(present name)

P00000079180

\_\_\_\_\_  
(Document Number of Corporation (If known))

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE II - NATURE OF BUSINESS. The purpose of the corporation is to acquire and own certain parcels of real property, together with all improvements located thereon, in the City of Miami, State of Florida, known as the Bird 74 Shopping Center, subject to the First Mortgage described below, to own, hold, sell, assign, transfer, operate, lease, mortgage, pledge and otherwise deal with the Property. The Corporation shall only incur indebtedness in an amount necessary to acquire, operate and maintain the Property. For so long as any mortgage lien in favor of Wachovia Bank, National Association, or its successors or assigns (the "First Mortgage") exists on any portion of the Property, the corporation shall not incur, assume, or guaranty any other indebtedness. For so long as the First Mortgage exists on any portion of the Property, the Corporation shall not dissolve or liquidate, or consolidate or merge with or into any other entity, or convey or transfer its properties and assets substantially as an entirety or transfer any of its beneficial interests to any entity. For so long as the First Mortgage exists on any portion of the Property, the Incorporation will not voluntarily commence a case with respect to itself, as debtor, under the Federal Bankruptcy Code or any similar federal or state statute without the unanimous consent of all of the stockholders of the Corporation. For so long as the First Mortgage exists on any portion of the Property, no material amendment to these articles of organization may be made without first obtaining approval of the mortgagee holding the First Mortgage on any portion of the Property.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: JUNE 26, 2003

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_"  
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 27<sup>th</sup> day of JUNE, 2003

Signature \_\_\_\_\_

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

YORAM IZHAK

(Typed or printed name)

PRESIDENT

(Title)