LAW OFFICES
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P00000098436

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December 8, 2000

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

SUBJECT: **TOWN CENTER O-L I, INC.**

000003496050--0
-12/11/00--01155--012
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Amendment to the Articles of Incorporation of TOWN CENTER O-L I, INC., together with the Joint Corporate Action by the Directors and the Shareholders Holding the Majority of Voting Stock of TOWN CENTER O-L I, INC., and a check in the amount of $35.00 to cover the filing fee. Please provide me evidence of filing. If you have any questions, please feel free to contact me at the above address and phone.

FILED
00 DEC 11 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you in advance for your cooperation in this matter.

Very truly yours,
GARY M. KRASNA, P.A.

Gary M. Krasna

P00000098436 amend
Apg
12-11-00

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
TOWN CENTER O-L I, INC.

The following provisions of the Articles of Incorporation of **TOWN CENTER O-L I, INC.**, a Florida corporation ("Corporation"), filed with the Department of State on October 18, 2000, Charter No. P00000098436, are, and they are hereby amended as shown below:

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

ARTICLE III

The street address of the principal office of the Corporation is 1900 N.W. Corporate Blvd. Suite 301W, Boca Raton, Florida 33431

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE IX

The names and street addresses of the officers of this corporation are as follows:

Title	Name	Address
President	Dennis Stackhouse	1900 N.W. Corporate Blvd., Suite 301W, Boca Raton, Florida 33431
Vice President	Carlos E. Aybar	1900 N.W. Corporate Blvd., Suite 301W, Boca Raton, Florida 33431
Secretary	Frederic Durham	1900 N.W. Corporate Blvd., Suite 301W, Boca Raton, Florida 33431
Treasurer	Dennis Stackhouse	1900 N.W. Corporate Blvd., Suite 301W, Boca Raton, Florida 33431

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

ARTICLE X

The names and street addresses of the directors of this corporation are as follows:

Name	Address
Frederic Durham	1900 N.W. Corporate Blvd., Suite 301W, Boca Raton, Florida 33431
Dennis Stackhouse	1900 N.W. Corporate Blvd., Suite 301W, Boca Raton, Florida 33431

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing amendment was adopted by a Joint Corporate Action by the Directors and the Shareholders holding a majority of the voting stock of this Corporation, effective as of December 1, 2000.

IN WITNESS WHEREOF, the undersigned, being the Secretary of this Corporation, has adopted and executed these Articles of Amendment as of December 1, 2000.

TOWN CENTER O-L I, INC.

By: ______________________
Frederic Durham, Secretary

JOINT CORPORATE ACTION BY
THE DIRECTORS AND THE SHAREHOLDERS
HOLDING THE MAJORITY OF VOTING STOCK OF
TOWN CENTER O-L I, INC.

The undersigned, being the Directors and the shareholders holding the majority of the voting stock of **TOWN CENTER O-L I, INC.**, a Florida corporation ("Corporation"), do hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements for notice; and do hereby consent in writing to the adoption of the following resolutions, taking said action in lieu of a meeting of the Board of Directors and the shareholders:

> RESOLVED, that the Articles of Incorporation of this Corporation be amended to change the principal office of the Corporation, and the addresses of the officers and directors of the Corporation to 1900 N.W. Corporate Blvd., Suite 301W, Boca Raton, Florida 33431 as provided in the attached Articles of Amendment to said Articles of Incorporation.

The action described herein shall be effective as of December 1, 2000..

IN WITNESS WHEREOF, the undersigned, being the Directors and the shareholders holding a majority of the voting stock of this Corporation, have hereunto set their hands and seals for the purpose herein expressed.

Dated as of as of December 1, 2000.

DIRECTORS:

DENNIS STACKHOUSE

FREDERIC DURHAM

SHAREHOLDERS HOLDING MAJORITY OF VOTING STOCK:

DENNIS STACKHOUSE