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DAVID J. WIENER
BOARD CERTIFIED REAL ESTATE LAWYER
ADMITTED TO PRACTICE IN FLORIDA
AND NEW YORK

P010 00036901

June 19, 2001

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-06/20/01-01076-002
*****35.00 *****35.00

Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: Sterling Centrecorp Inc.

Dear Sir/Madam:

Enclosed please find Articles of Amendment for the above referenced company to be filed with your office. Also enclosed is this firm's check in the amount of \$35.00 to cover the cost of filing same.

Should you have any questions concerning the foregoing, please feel free to call me.

Sincerely,

Joanne M. Capuano
Joanne M. Capuano

/jmc
Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUL -5 AM 11:23

N/C

~~0001-14865~~

V. SHEPARD JUL 10 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 27, 2001

JOANNE M. CAPUANO
2401 PGA BLVD., STE. 280
PALM BEACH GARDENS, FL 33410

SUBJECT: STERLING CENTRECORP INC.
Ref. Number: P01000036901

We have received your document for STERLING CENTRECORP INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If shareholder approval was not required, a statement to that effect must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6050.

Velma Shepard
Corporate Specialist

Letter Number: 801A00038850

RECEIVED
01 JUL -5 AM 10:08
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
STERLING CENTRECORP INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUL -5 AM 11:23

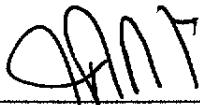
1. The name of the corporation is STERLING CENTRECORP INC.

2. Article I of the Articles of Incorporation of STERLING CENTRECORP INC. is hereby amended to read:

"Article I -- Name. The name of the corporation shall be STERLING CENTRECORP (FLORIDA) INC. The principal office and mailing address of the corporation is 209 Phipps Plaza, Palm Beach, Florida 33480".

3. The foregoing amendment was adopted by the Board of Directors of this corporation on June 18, 2001, without Shareholder action. Shareholder action was not required.

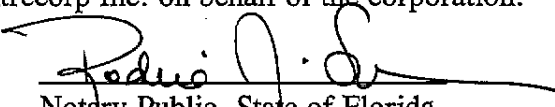
IN WITNESS WHEREOF, the undersigned Director of this corporation has executed these Articles of Amendment this 18th day of June, 2001.



JOHN W.S. PRESTON, Director

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 18th day of June, 2001 by John W.S. Preston, a Director of Sterling Centrecorp Inc. on behalf of the corporation.



Notary Public, State of Florida

