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SECRETARY OF STATE
DIVISION OF REVENUE
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Amend

V SHEPARD FEB 25 2003

PK

PERRY & KERN, P.A.
ATTORNEYS AT LAW

50 S.E. FOURTH AVENUE
DELRAY BEACH, FLORIDA 33483

TELEPHONE 561.276.4146
FACSIMILE 561.276.3859

February 18, 2003

MARK A. PERRY
KEITH D. KERN

REAL ESTATE PARALEGAL
MICHELLE D. EDWARDS

LEGAL ASSISTANTS
SALLY M. TAYLOR
JENNIFER L. TORRENCE

Via Federal Express

Florida Department of State
Division of Corporations
403 E. Gaines St.
P.O. Box 6327
Tallahassee, FL 32314

RE: WHITMAN STRATEGIC REAL ESTATE, INC.

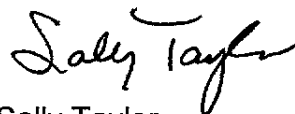
Ladies and Gentlemen:

Enclosed herewith please find an original and one photocopy of the Articles of Amendment of Articles of Incorporation regarding the above-referenced corporation. Also enclosed please find this firm's check in the amount of \$35.00 representing the filing fee for same.

If everything appears to be in order, please file the Articles and return a certified copy to this office using the pre-addressed Federal Express envelope provided herewith for your convenience.

If you should have any questions, please do not hesitate to contact me. Your assistance in this matter is greatly appreciated.

Yours truly,



Sally Taylor
Assistant to Mark A. Perry

:smt
Enclosures

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION
WHITMAN STRATEGIC REAL ESTATE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 FEB 19 PM 3:44

Pursuant to the provisions of Florida Statutes Section 607.1006, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

Article IX is hereby amended by deleting David M. Whitman as Vice President/Secretary/Treasurer/Director.

The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 11 day of February, 2003.

The number of votes cast for the Amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this the 11 day of February, 2003..

WHITMAN STRATEGIC REAL ESTATE, INC.

By: Sandra K. Whitman
SANDRA K. WHITMAN,
President/Vice President/Secretary/Treasurer/Director

STATE OF FLORIDA :
COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this the 11 day of February, 2003 by SANDRA K. WHITMAN, as President/Vice President/Secretary/Treasurer/Director, of Whitman Strategic Real Estate, Inc., who is personally known to me or who has provided _____ as identification.



Mark A. Perry
MY COMMISSION # DD129397 EXPIRES
August 24, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

[Signature]
Notary Public - State of Florida

Printed name of Notary
My Commission Expires: