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BASIC AMENDMENT

BOCA HOLLY HILL GP, INC.

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**FOURTH ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
BOCA HOLLY HILL GP, INC.**

1. The name of the corporation is Boca Holly Hill GP, Inc. (the "Corporation").
2. The date of filing of the Articles of Incorporation of the Corporation was July 7, 2004.
3. The date of filing of the Articles of Amendment to Articles of Incorporation of the Corporation (the "First Amendment") was December 22, 2004.
4. The date of filing of the Second Articles of Amendment to Articles of Incorporation of the Corporation (the "Second Amendment") was February 2, 2005.
5. The date of filing of the Third Articles of Amendment to Articles of Incorporation of the Corporation (the "Third Amendment") was June 30, 2005.
6. These Fourth Articles of Amendment have been duly and unanimously authorized and directed effective as of December 14, 2005 by the Unanimous Written Consent to Corporate Action by the Board of Directors of the Corporation and shareholder action was not required.
7. The Articles of Incorporation of the Corporation are hereby amended by the restatement of Article III as follows:

"ARTICLE III - PURPOSE"

The purpose of the Corporation shall be limited to serving as a general partner of (1) Holly Hill Associates, Ltd., a Florida limited partnership and (2) Holly Hill Holdings, Ltd., a Florida limited partnership (collectively, the "Property Owner"), which were formed for the purpose of owning, operating, developing and managing (a) a certain parcel of land located at 261 Riverside Drive, Holly Hill, Florida (the "First Parcel") and (b) a certain parcel of land located at 303 Riverside Drive, Holly Hill, Florida (the "Second Parcel," and collectively with the First Parcel, the "Property"), and all activities incidental thereto. The Corporation shall be prohibited from incurring indebtedness of any kind except in its capacity as a general partner of the Property Owner for: (i) the mortgage loan and other indebtedness (the "First Indebtedness") incurred in favor of HSH Nordbank AG New York Branch and its successors and assigns ("Lender") and secured by the First Parcel, (ii) the mortgage loan and other indebtedness (the "Second Indebtedness") also incurred in favor of the Lender and secured by the Second Parcel, (iii) related party indebtedness which is subordinate to the First Indebtedness and Second Indebtedness, and (iv) trade payables incurred in the ordinary course of business."

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8. All other provisions of the Articles of Incorporation of the Corporation, as previously amended by the First Amendment, the Second Amendment and the Third Amendment, shall remain in full force and effect without any modification thereof.

[Signature on following page.]

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IN WITNESS WHEREOF, the undersigned has duly executed these Fourth Articles of Amendment to the Articles of Incorporation as of the 14th day of December, 2005.

By: 

Name: Theodore R. Stotzer

Title: Vice President