## AMENDMENT TO

## ARTICLES OF INCORPORATION OF VILLA MONTERREY, INC.



I, MARK O. RODBERG, being the President of VILLA MONTERREY, INC., do hereby certify to the Secretary of State that on the 12th day of September, 1997, the following resolution was duly and legally adopted by all shareholders, directors and officers of said Corporation, pursuant to Florida Statutes Section 607.0821 and 607.0704, and that the number of votes cast for the amendment was sufficient for approval and said amendment was adopted on the 12th day of September, 1997:

BE IT RESOLVED that Article II of the Articles of Incorporation is amended as follows:

## ARTICLE II

Article II is hereby deleted in its entirety and the following language shall be inserted:

"This corporation may engage only in the following: (a) owning, holding, selling, leasing, transferring, exchanging, operating, and managing the premises located at 525 S. Kirk Road, West Palm Beach, Palm Beach County, Florida (the "Mortgaged Premises"), (b) entering into a mortgage loan agreement with John Hancock Real Estate Finance, Inc., in the amount of \$1,046,000.00 (the "Mortgage Loan"), (c) refinancing the Mortgaged Premises in connection with a permitted repayment of the Mortgage Loan, and (d) transacting any and all lawful business for which the Corporation may be organized under Florida law that is incident, necessary, and appropriate to accomplish the foregoing."

I do hereby certify that said Resolution has not been altered, amended or rescinded and that it is in full force and effect this 12th day of September, 1997.

ATTEST:

VILLA MONTERREY, INC.

WENDI R. RODBERG

Secretary

MARK O. RODBERG

President

STATE OF FLORIDA COUNTY OF PALM BEACH

ON THIS DAY before me, an officer duly authorized to take acknowledgements and administer oaths, personally appeared MARK O. RODBERG, President, and WENDI R. RODBERG, Secretary, of VILLA MONTERREY, INC., who are personally known to me or who produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 1246 day of September 1997.

My Commission Expires:

CATHY L. BRAHAM
MY COMMISSION # CC 542000
EO/IRES: Jeruary 13, 1908
Bondled Thru Notary Public Underwritera

Printed Name: CATHY L. GRAHAM

Notary Public
State of Florida at Large