

P94000094143

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BASIC AMENDMENT

OCEAN GROVE, INC.

Certificate of Status	0
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Page Count	01
Estimated Charge	\$43.75

Re: 1503386-0004
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3 pages attached

Amendment
12-28-99

12/22/99 10:58 AM

FROM WHITE & CASE LLP

(TUE) 12. 28' 99 10:50/ST. 10:50/NO. 4862406356 P 12



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 28, 1999

OCEAN GROVE, INC.
2601 S BAYSHORE DR
9TH FLOOR
MIAMI, FL 33133-5461

SUBJECT: OCEAN GROVE, INC.
REF: P94000094143

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE CORPORATE NAME, SHOWN ABOVE THE SIGNATURE OF RICHARD S. ACKERMAN, IS INCORRECT.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H99000032755
Letter Number: 799A00060303



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 22, 1999

OCEAN GROVE, INC.
2601 S BAYSHORE DR
9TH FLOOR
MIAMI, FL 33133-5461

SUBJECT: OCEAN GROVE, INC.
REF: P94000094143

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

THE FAX AUDIT NUMBER, AT THE BOTTOM OF THE DOCUMENT, IS INCORRECT.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H99000032755
Letter Number: 499A00059938

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
OCEAN GROVE, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, OCEAN GROVE, INC., a Florida corporation, Document Number P94000094143 (the "Corporation"), in accordance with actions approved at a meeting of its sole shareholder on December 15, 1999 the corporation hereby adopts the following amendment to its Articles of Incorporation:

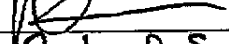
1. Article VII of the Articles of Incorporation of the Corporation is hereby deleted in its entirety and the following is substituted therefor:

**ARTICLE VII
Number of Directors**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) members, the exact number to be determined from time to time in accordance with the By-Laws.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 20 day of December, 1999.

OCEAN GROVE, INC.

By: 
Name: Richard S. Ackerman
Title: President