ACCOUNT NO.

072100000032

REFERENCE

: - 575500

4333422

AUTHORIZATION

COST LIMIT

ORDER DATE: December 5, 2001

ORDER TIME : 10:28 AM

ORDER NO. : 575500-005

CUSTOMER NO: 4333422

700004711607--7

CUSTOMER: Karen S. Finch, Legal Asst

Baker & Hostetler

Suite 2100

65 East State Street Columbus, OH 43215

DOMESTIC AMENDMENT FILING

NAME: STEINER CAYPE INTERESTS, INC.

EFFICTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

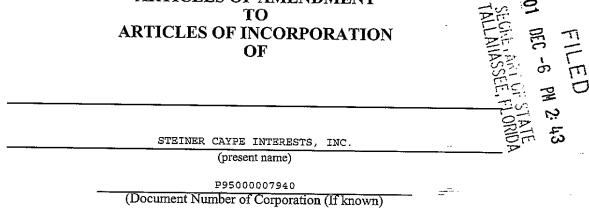
_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Resolved, that the Articles of Incorporation of this Corporation be amended by changing Article III thereof so that, as amended, said Article III shall be and shall read as follows:

> "ARTICLE III Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is one million (1,000,000) shares of common stock. The par value of each such share shall be \$0.01 per share."

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: November 30, 2001
FOURT	I: Adoption of Amendment(s) (CHECK ONE)
Q	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
Į	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by(voting group)
_	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 30th day of November , 2001
Signature	faitteur.
	Yaromir Steiner, President
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	(Typed or printed name)
	(Title)