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January 28, 2002

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida

VIA FEDEX

Re: *Exclusive Realty Associates, Inc.*

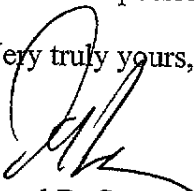
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Dear Sir/Madam:

Enclosed please find an original executed Articles of Amendment of Exclusive Realty Associates, Inc., along with a duplicate copy. Also enclosed is a check in the amount of \$43.75 payable to the Florida Department of State to cover the filing fee and a certified copy. Please file the enclosed document immediately and return the certified copy to the undersigned by using the Federal Express envelope provided herewith.

If you have any questions, please contact me as soon as possible.

Very truly yours,


Daryl B. Cramer

DBC/jhm

Enclosures

cc: Mr. Michael L. Leibowitz

FILED
02 JAN 29 PM 2:34
TALLAHASSEE, FLORIDA

PS 1/30/02

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ARTICLES OF AMENDMENT
OF
EXCLUSIVE REALTY ASSOCIATES, INC.

FILED

02 JAN 29 PM 2:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The provisions of the Articles of Incorporation of Leibowitz Group, Inc., a Florida corporation (the "Corporation"), filed with the Department of State, State of Florida, on April 17, 1995, as amended by the Articles of Amendment of the Corporation filed with the Department of State, State of Florida, on May 30, 1995, are hereby amended as follows:

Article I shall be deleted and the following inserted in lieu thereof:

ARTICLE I

Name of Corporation

The name of this Corporation shall be "Leibowitz Realty Group, Inc." (the "Corporation").

The foregoing amendment was adopted by the shareholders and Board of Directors of the Corporation on the 28th day of December, 2001. The number of votes cast for the amendment by the shareholders and directors was sufficient for approval.

IN WITNESS WHEREOF, the undersigned duly authorized officer of this Corporation has executed these Articles of Amendment this 28th day of December, 2001.

EXCLUSIVE REALTY ASSOCIATES, INC.

By Barbara A. Leibowitz
Barbara A. Leibowitz, President