

PREMIER TRANSPORTATION UNDERWRITERS, INC.

PO Box 33669 ; 101 N. Palm Ave. ~ Indianantic, FL 32903-3669  
~ Phone (407) 726-0188 ~ Fax (407) 726-0586

P95000031487

April 4, 1997

500002135135-9  
-04/07/97-01085-007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Amendment to Articles of Incorporation

Ladies and Gentlemen:

Enclosed is an Amendment to our Articles of Incorporation, along with a check for \$35.00.  
Please let us know if any further procedure is required.

Sincerely yours,

*Edward R. Williams, Jr.*  
Edward R. Williams, Jr.  
President

FILED  
97 APR -7 PH 3: 05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amendment*  
*4/9/97*  
*[Signature]*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

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Premier Transportation Underwriters, Inc.

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(present name)

*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)*

ITEM 3. STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares having a nominal or par value of ONE DOLLAR (\$1.00) per share. Said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors at a meeting for that purpose.

FILED  
97 APR -7 PM 3: 05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECOND:** 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: 4-1-97

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- 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 4th day of April, 1997

Signature Edward R. Williams, Jr.  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Edward R. Williams, Jr.  
Typed or printed name

President  
Title



Grubb & Ellis

PA 15,0000 31846  
March 28, 1997

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Axiom Real Estate Management, Inc. (Charter # unknown)  
Grubb & Ellis Affiliates, Inc. (Charter #F96000004303)  
Grubb & Ellis Asset Services Company (Charter # P37220)  
Grubb & Ellis Company (Charter # 848701)  
Grubb & Ellis Mortgage Group, Inc. (Charter #072100000032)  
Grubb & Ellis Services Corporation (Charter # unknown)

To whom it may concern:

The mailing address for the above corporation(s) for receipt of official communications from your office, including but not limited to, annual reports, tax notices, and other official communications has changed from:

One Montgomery Street  
Telesis Tower, 9th Floor  
San Francisco, CA 94104

Our new mailing address, effective March 24, 1997 is:

Two Embarcadero Center, Suite 200  
San Francisco, CA 94111-3834

Please note your records accordingly and begin sending communications to our new address effective immediately. Please also note that no other information has changed. Enclosed is a copy of this letter, please acknowledge receipt of this letter by file-stamping the copy and returning it in the enclosed, self-addressed, stamped envelope. We appreciate your courtesy in this matter.

Very truly yours,

  
Jean King  
Corporate Paralegal

/s  
Enclosures

KS 4/17