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ARTICLES OF AMENDMENT
OF

FLAGLER REAL ESTATE, INC.

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The following resolution was adopted at a joint meeting of shareholders and Board of Directors and approved by unanimous consent of all of the shareholders on December 20, 2006:

RESOLVED, that the Articles of Incorporation of the Corporation and any amendments thereto are hereby modified to provide that the names and addresses of all of the officers and their respective office(s) in the Corporation are as follows:

OFFICERS

<u>Name</u>	<u>Office</u>	<u>Address</u>
Mindy Sheryl Pordes	President	4218 N.E. 2 nd Avenue Miami, FL 33137
Jose Otavio Caldeira	Vice President	4218 N.E. 2 nd Avenue Miami, FL 33137
John R. Petersen	Secretary/Treasurer	4218 N.E. 2 nd Avenue Miami, FL 33137

FLAGLER REAL ESTATE, INC.,
a Florida corporation

By: 
Jose Otavio Caldeira, Vice President

By: 
John R. Petersen, Secretary

Filed by: Stewart A. Merkin, Esq.
444 Brickell Avenue, Ste. 300, Miami, FL 33131
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