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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: KOEPPPEL, GOTTLIEB, MESCHES, HERZFELD & RUBIN
CONTACT: CATHERINE L HOLLYWOOD
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NAME: M.S. & GOOD, INCORPORATED

AUDIT NUMBER.....H98000012623

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

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** ENTER 'M' FOR MENU. **

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98 JUL-8 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
M.S. & GOOD, INCORPORATED

I, the undersigned, being the Vice President of M.S. & GOOD, INCORPORATED, a Florida corporation, hereby certify that the following Amendment to the Articles of Incorporation was duly adopted unanimously by all of the Directors and all of the Shareholders at a meeting duly held by them on the 2 day of July, 1998.

AMENDMENT

Article I is hereby amended to read as follows: SIEGEL REALTY GROUP, INC.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 2 day of July, 1998.

ATTEST:

Ned L. Siegel, Secretary

By: Joseph Good, Vice President

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Joseph Good, as Vice President of M.S. & GOOD, INCORPORATED, a Florida corporation, who is personally known to me and who did not take an oath, and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 2 day of July, 1998.

Lynne A. Fichtel
Notary Public

(Print Name)

Serial Number, if any:

Prepared By:
Joel P. Koepfel, Esq.
FLA. Bar No.: 137756
KOEPEL, GOTTLEB, MESCHES, HERZFELD & RUBIN
222 Lakewood Avenue, Suite 280
West Palm Beach, FL 33401
(561) 659-4020



LYNNE A. FICHEL
My Comm Exp. 3/23/06
Bonded By Service Ins
No. CC531756

[] Personally Known [] Otherwise

AFFIDAVIT


STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, the undersigned notary public, personally appeared **JOEL P. KOEPPPEL**, who being duly sworn, deposes and says as follows:

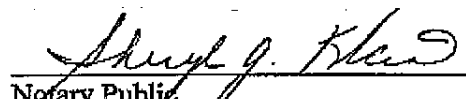
1. Affiant is the Director **SIEGEL REALTY GROUP, INC.**, a Florida corporation (the "Corporation").
2. The Corporation was incorporated on April 1, 1998 under Charter No. P98000029909.
3. The Corporation has not commenced to conduct its affairs.
4. The Corporation has filed Articles of Dissolution with the Secretary of State of Florida.
5. In accordance with Florida Statute 607.1405, the Corporation's name may be immediately assumed by another corporation.

Signed this 22 day of June, 1998.


Joel P. Koepfel

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22nd day of June, 1998 by Joel P. Koepfel who is personally known to me or has produced _____ as identification.


Notary Public _____
Print Name



Sheryl G. Klein
MY COMMISSION # CC669554 EXPIRES
November 21, 2001
BONDED THRU TROY FAH INSURANCE, INC.

My Commission expires:

My Serial Number: