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FAX NO.

P. 02

P96000100870

7/24/98

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EDWARDS & ANGELL

ACCT#: 075410001517

CONTACT: REBECCA F BLACK

PHONE: (561)833-7700

FAX #: (561)655-8719

NAME: DUNWAL LEASE, INC.

AUDIT NUMBER.....H98000013754

DOC TYPE.....BASIC AMENDMENT

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FAX #: (850)922-4000

FROM: EDWARDS & ANGELL
CONTACT: REBECCA F BLACK
PHONE: (561)833-7700

ACCT#: 075410001517

FAX #: (561)655-8719

NAME: DUNWAL LEASE, INC.
AUDIT NUMBER.....I198000013754
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P. 01

1804192273709

07/21/98 13:53 Florida Department of State



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 27, 1998

DUNWAL LEASE, INC.
HOHL & PARTNERS, INC.--ATTN: M. SCOTT
SIXTY STATE STREET, SUITE 700
BOSTON, MA 02109

SUBJECT: DUNWAL LEASE, INC.
REF: P96000100870

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Darlene Connell
Corporate Specialist

FAX Aud. #: E98000013754
Letter Number: 898A00039507

*Done -
Thanks*

*Call Becky
561-820-0260
if a*

Division of Corporations • P.O. BOX 6327 • Tallahassee, Florida 32314

problem.

SECOND AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DUNWAL LEASE, INC.

FILED
98 JUL 29 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

First: The name of the corporation is **Dunwal Lease, Inc.**

Second: The following provision of the Articles of Incorporation of Dunwal Lease, Inc., a Florida Corporation, filed with the Secretary of State on December 13, 1996 and amended on January 3, 1997 is hereby amended as follows:

Article IV of the Articles of Incorporation of the Corporation is hereby deleted in its entirety and is amended to read as follows:

"ARTICLE IV. ADDRESS

The principal address of the corporation shall be 222 Lakeview Avenue, Suite 160 - 152, West Palm Beach, Florida 33401.

The street address of the initial registered office of the corporation is 250 Royal Palm Way, Suite 300, Palm Beach, Florida 33840 and the name of the initial registered agent of the corporation at that address is Gregory E. Young."

Third: The foregoing amendment of the Articles of Incorporation was adopted as of the 8th day of July, 1998, by written consent of the Directors of the Corporation and Shareholder vote was not required.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment to the Articles of Incorporation as of the 8th day of July, 1998, and do hereby certify that the facts stated in these Articles of Amendment to the Articles of Incorporation are true and correct.

Gregory E. Young
Florida Bar #876800
Edwards & Angell
250 Royal Palm Way
Palm Beach FL 33480
561-833-7700

Dunwal Lease, Inc.

By: 

Michael Gerull, Director

By: 

Mark S. Scott, Director and Vice President