## CAPITAL CONNECTION, INC. 1000004845

Capital Express

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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

ORIGINAL

Corporate Executive Suites, Inc.

(present nation)

Pursuant to the provisions of section 607,1006, Florida Statutes, this 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)

Article VI is hereby amended to remove Aaron Speisman as a director and to appoint Dave R. Zimet in his place as a director. Mr. Zimet's address is

1900 Corporate Blvd., N.W. Suite 400-E Booa Raton, Florida 33431

Article VII is hereby amended to reflect the change in officers as follows:

Henri Galel - President Dave R. Zimet - Treasurer

Aaron Speisman, Past President, is no longer an officer or director of the Corporation. Yoram Galel remains as Secretary.

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: February 5, 1997

FO	URTH: Adoption of Amendment(s) (CHECK ONE)
X	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 superately provided for each voting group entitled to vote superately 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 day 5TH of February 1997
	Signature
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shaubfolders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Yoram Galel
	Typed or printed name
	Sowetary
	Secretary