

8/29/97

FLORIDA DIVISION OF CORPORATIONS
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FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: ERIGATA PROPERTIES, INC.

AUDIT NUMBER.....H97000014349

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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**CERTIFICATE OF
AMENDMENT OF ARTICLES OF INCORPORATION
OF
ERIGATA PROPERTIES, INC.**

The undersigned, sole director, of ERIGATA PROPERTIES, INC., a Corporation organized under the laws of the State of Florida ("the Corporation") certifies that:

1. Amendment adopted: Article three of the Articles of Incorporation of the Corporation shall be replaced and shall read as follows:

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue one
hundred shares of Common Stock having a par value of \$0.01 per share.

2. Amended Adopted: Article eight of the Articles of Incorporation of the corporation is deleted.
3. The date of adoption of the above amendment is August 21st, 1997.
4. The undersigned is the sole director of the Corporation. The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

The amendment has been effected pursuant to the Laws of the State of Florida Statutes 607.1005 and 607.1006 and upon a proper corporate resolution authorizing the execution and filing of a certificate of amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 21st day of August, 1997.


Jeanette Rajman, Director/President

Being the sole Director and the President of the
Corporation

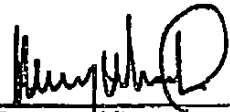
This instrument prepared by:
John S. Tenenholz, Esq.
Florida Bar No. 694663
Freeman, Buttermann & Haber, LLP
520 Brickell Key Dr., Suite O-305
Miami, Florida 33131

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SWORN TO AND SUBSCRIBED before me this 28th day of August, 1997 by Jeanette Rajjman, the sole Director of the Corporation above described, personally known to me, and who took an oath.



Notary Public



Richard Wasserstein
MY COMMISSION # 0002572 EXPIRES
February 11, 2001
BONDED THROUGH FARM INSURANCE, INC.

This instrument prepared by:
John S. Tenenholts, Esq.
Florida Bar No. 694665
Friseman, Buttermann & Haber, LLP
520 Brickell Key Dr., Suite 0-305
Miami, Florida 33131

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EMPIRE CORPORATE KIT

AUG-29-1997 12:02

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**CONSENT ACTION OF THE SOLE DIRECTOR
OF ERIGATA PROPERTIES, INC.**

The undersigned, being the sole Director of ERIGATA PROPERTIES, INC., a corporation incorporated and operating under the laws of the State of Florida (the "Corporation"), hereby consents to the adoption of the following resolution, this instrument to have the same force and effect as if the actions herein referred to had been taken at a timely called and duly held meeting of the Board of Directors, and direct that this written consent to such actions be filed with the minutes of the proceedings of the Board of Directors of the Corporation:

RESOLVED, that effective as of the date hereof the articles of the Corporation be amended as follows:

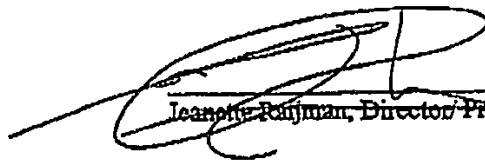
Article three of the Articles of Incorporation of the corporation shall be replaced and shall read as follows:

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue one hundred shares of Common Stock having a par value of \$0.01 per share.

Article eight of the Articles of Incorporation of the corporation shall be deleted.

Dated: This 21st day of August, 1997.


Leanne Rajman, Director/President

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