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FILED
97 APR 14 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 8, 1997

Via Federal Express

Department of State
Division of Corporations
George Firestone Building
409 E. Gaines Street
Tallahassee, Florida 32399

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-04/14/97--01120--001
-****35.00 ****35.00

Re: **Filing of Articles of Amendment for
PADRE, Inc.
Our File No.: 1362.001**

Dear Sir/Madam:

Enclosed herewith for filing please find the executed Articles of Amendment of PADRE, Inc. Also enclosed is our check payable to the Secretary of State in the amount of \$35.00 for the filing fee.

Please return our copy of the Articles of Amendment as filed, in the enclosed self-addressed, stamped envelope.

Should you require any further information in order to proceed, please contact the undersigned at (305) 377-2200. Thank you for your assistance in this matter.

Brigette
Very truly yours,
AUTHORIZATION BY PHONE TO *Brigette Breto*
CORRECT *take out in 10/17*
DATE *4-17*
Certified Legal Assistant

BPB/lm
Enclosure

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*1 PM
4/17*

ARTICLES OF AMENDMENT
OF

PADRE, Inc.

FILED
9 APR 14 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following Amendment to its Articles of Incorporation.

1. The name of the corporation is PADRE, Inc.
2. The following amendment to the Articles of Incorporation was adopted by the corporation.
3. Article Eight of the Articles of Incorporation of PADRE, Inc. is hereby amended in its entirety as follows:

"EIGHTH: The number of directors constituting the . Board of Directors of the Corporation is four:

The name and address of each person who is to serve as a member of the initial Board of Directors and Officers of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John J. Ogilby, Jr., Secretary, Treasurer and Director	9300 N. W. 36 Street Miami, Florida 33178
Richard F. Blake, President and Director	9300 N. W. 36 Street Miami, Florida 33178
Robert C. Coile, Vice President and Director	9300 N. W. 36 Street Miami, Florida 33178
William T. Elio, Vice President and Director	9300 N. W. 36 Street Miami, Florida 33178"

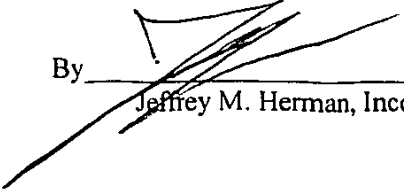
4. The Amendment was adopted by the undersigned incorporator on March 31, 1997, without shareholder action.

5. Shareholder action for the adoption of this Amendment was not required.

PADRE, Inc.

Dated: 4-8-97

By


Jeffrey M. Herman, Incorporator

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