



THE UNITED STATES  
CORPORATION  
COMPANY

P97000037849

ACCOUNT NO. : 072100000032

REFERENCE : 360700 8739A

AUTHORIZATION : *Patricia Pijet*

COST LIMIT : \$ 35.00

ORDER DATE : May 9, 1997

ORDER TIME : 11:0 AM

ORDER NO. : 360700-010

9000002173448--7

CUSTOMER NO: 8739A

CUSTOMER: Jonathan Shepard, Esq  
Siegel Lipman Dunay & Shepard,  
Suite 801  
5355 Town Center Road  
Boca Raton, FL 33486

DOMESTIC AMENDMENT FILING

NAME: KW POMPARNO, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED  
97 MAY -9 PM 3:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
97 MAY -9 PM 12:08  
DIVISION OF CORPORATION

5/9

*Amend*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
KW POMPANO, INC.**

**FILED**  
97 MAY -9 PM 3:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned being the Incorporator of KW Pompano, Inc., a Florida corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of KW Pompano, Inc., a Florida corporation, on behalf of the Corporation, and further states as follows:

1. Article III is amended in its entirety to read as follows:

**\*ARTICLE III**

The purpose for which the corporation is organized, subject to the provisions of Section 607.0202 of the Florida Business Corporation Act and Article X hereof, is to acquire, manage, own and hold the General Partner interest in KW Pompano Square Ltd (the "Partnership"), a limited partnership, and to act as the General Partner in such Partnership with all of the rights, powers, obligations and liabilities of General Partner under the Limited Partnership Agreement of such Partnership and to take any and all actions and do any and all things necessary or appropriate to the accomplishment of same."

2. Article X is amended by substituting the month "May" for the month "April" in the fourth line of the introductory paragraph of Article X.

3. The foregoing amendments were adopted by the Incorporator on May 5, 1997. Pursuant to Florida Statutes §607.1005 shareholder action was not required.

IN WITNESS WHEREOF, the undersigned Incorporator of this corporation has executed these Articles of Amendment to the Articles of Incorporation on May 5, 1997, all in accordance with Section 607.1006, Florida Statutes.

KW POMPANO, INC., a Florida corporation

By: \_\_\_\_\_

  
Jonathan L. Shepard, Incorporator