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September 24, 1998

VIA FEDERAL EXPRESS

Secretary of State
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

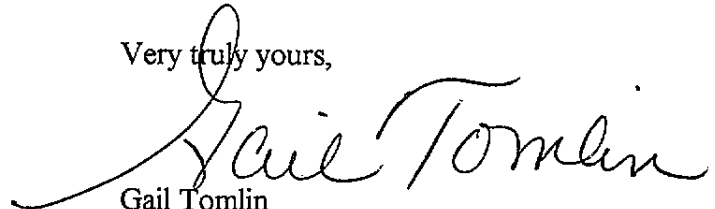
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Re: Filing Articles of Amendment to Articles of Incorporation of Coral Gables Real Estate Investment, Inc.

Ladies and Gentleman:

Enclosed please find the above referenced document for filing with the Division of Corporations, along with our firm's check #6775 in the amount of \$87.50 for same. Please return a certified copy of the filed Amendment to our offices. If you have any questions or comments regarding this document, please feel free to call our toll free number (800) 811-4924.

Very truly yours,



Gail Tomlin
Secretary for D. Justin Niles

Enclosure
gft

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Amend

VS OCT 2 1998

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CORAL GABLES REAL ESTATE ENTERPRISES, INC.

FILED
98 SEP 25 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 adopted:

Article VIII of the Articles of Incorporation are hereby amended to provide as follows:

Sergio Delgado is hereby removed as Registered Agent with Registered Office at 770 Ponce de Leon Boulevard, Suite 207, Coral Gables, Florida 33134, and Mohammed Samhan of 12882 SW 87th Avenue, Miami, Florida, 33176 is hereby added as Registered Agent with Registered Office at 12882 SW 87th Avenue, Miami, Florida, 33176.

Second: Amendment adopted:

Article X of the Articles of Incorporation are hereby amended as follows:

Sergio Delgado is hereby removed as sole Director and Mohammed Samhan of 12882 SW 87th Avenue, Miami, Florida 33176, is hereby added as sole Director.

Third: Amendment adopted:

Article XI of the Articles of Incorporation are hereby amended to provide as follows:

Sergio Delgado is hereby removed as President, Secretary and Treasurer, and Mohammed Samhan of 12882 SW 87th Avenue, Miami, Florida, 33176 is hereby added as President, Secretary, and Treasurer.

Fourth: The date of adoption of this Amendment is: September 23, 1998.

Fifth: The foregoing amendment was adopted by the Board of Directors and approved by the Shareholders of the Corporation on the 23 day of September, 1998.

IN WITNESS WHEREOF, I have executed these Articles of Amendment this 23 day of September, 1998.

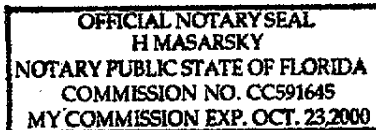
Sergio Delgado
Sergio Delgado, President

State of Florida
County of Miami-Dade

The foregoing Articles of Amendment to the Articles of Incorporation were executed this 23 day of September, 1998 by Sergio Delgado as President of Coral Gables Real Estate Enterprises, Inc., a Florida corporation, on behalf the corporation, who produced his driver's licenses as identification.

H. Masarsky
- Notary Public

My Commission Expires:



The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Mohammed Samhan
Mohammed Samhan