P97000067648

Dec. 8, 1997

Florida Dept of State
Division of Corporations
POB 6327
Tallahassee, Fl 32314

Re: Articles of Amendment
acct #0721,00000032 Letter #097A00039784
originally filed aug 5, 1997

200002369592--5
-12/11/97--01075--006
*****87.50 *****87.50

Gentlemen:

Enclosed please find original, plus one copy of the Articles of Amendment of the above referenced corporation. We would appreciate your filing this original with your office and forwarding a certified copy back to us at our mailing address

BMDON Management Corp. (4B)
5280 North Ocean Dr.
c/o Doniger
Singer Island, FL
33404

In support of our request, we have enclosed an $87.50 check, payable to the Dept. of State representing the following charges

Filing fee $35.00
Certified Copy 52.50
$87.50

Thank you for your assistance.

FILED
97 DEC 11 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Deborah Doniger, president
Myra Doniger, secretary
Wm Doniger, Treasurer

JW 12/16

N/C Amend

FILED
97 DEC 11 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
B.M. DON CORP.

Pursuant to Florida Statute Section 607.1006, the Articles of Incorporation of the above named Corporation are hereby amended as follows:

1. The name of the Corporation is changed from B.M. DON CORP. to BM DON MANAGEMENT CORP.

2. The foregoing Amendment was adopted on December 5, 1997 by the unanimous consent of the Shareholders, Directors and Officers of the Corporation, as authorized by the Florida Business Corporation Act, Sections 607.0821 and 607.0704.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment this 2 day of December, 1997.

William R. Doniger,
Vice-President and Treasurer

Myra Doniger, secretary
Myra Doniger, Secretary

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing was acknowledged before me this 2nd day of December, 1997, by William R. Doniger, as Vice-President and Treasurer, and by Myra Doniger, as Secretary, respectively, of B.M. DON CORP., a Florida corporation, on behalf of the corporation.

Notary Public
Commission No.:
My Commission expires:

(SEAL)

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JOHN P. MCWILLIAMS
MY COMMISSION # CC 363866
EXPIRES: May 26, 1998
Bonded Thru Notary Public Underwriters

UNANIMOUS CONSENT IN LIEU OF SHAREHOLDERS
AND BOARD OF DIRECTORS MEETING
OF
B.M. DON CORP.

Statement of Unanimous Consent in Lieu of Shareholders and Board of Directors meeting.

The undersigned, being all the Directors and Shareholders of B.M. DON CORP. unanimously agree as follows:

a) The Articles of Incorporation of B.M. DON CORP. were filed with the Secretary of State on the 5th day of August, 1997, and having received Charter No. #P97000067648, will be amended to reflect the new name of the Corporation, which will be BM DON MANAGEMENT CORP.

b) That the Secretary of the Corporation is authorized to prepare the necessary Articles of Amendment to be filed with the Secretary of State's office so this Amendment to the Articles of Incorporation my be effective.

IN WITNESS WHEREOF the following officers, directors and shareholders acknowledge their approval to the Amendment to the Articles of Incorporation on this 2 day of December, 1997.

William R. Doniger
William R. Doniger,
Vice-President, Treasurer and
Director

Myra Doniger Secretary
Myra Doniger, Secretary

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