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GLASSBERG & GLASSBERG, P.A.

1450 MADRUGA AVENUE
SUITE 302
CORAL GABLES, FLORIDA 33146

DAVID M. GLASSBERG
LORI H. GLASSBERG
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OF COUNSEL:
TODD M. WERNSTROM

(305) 669-9535
FAX (305) 669-0804

P97000070382

January 20, 1998

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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-01/26/98--01111--022
*****35.00 *****35.00

RE: FLORIDA FUNDING & INVESTMENT CORP.

Gentlemen:

Enclosed please find two (2) copies of the Articles of Amendment of FLORIDA FUNDING & INVESTMENT CORP. Also, enclosed please find our check in the amount of thirty-five (\$35.00) dollars made payable to the Secretary of State for filing fees of the above-mentioned Articles of Amendment.

Should you have any questions with regard to the enclosed, please do not hesitate to contact the undersigned at (305) 669-9535.

Very truly yours,

David M. Glassberg
For the Firm

DMG/bac
c:\corp\ffic.amd

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APPROVED
AND
FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK
P97000070382
4/28
Amend
2-12-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 4, 1998

DAVID GLASSBERG
1450 MADRUGA AVENUE
SUITE 302
CORAL GABLES, FL 33146

SUBJECT: FLORIDA FUNDING & INVESTMENT CORP.
Ref. Number: P97000070382

We have received your document for FLORIDA FUNDING & INVESTMENT CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 498A00006320

ARTICLES OF AMENDMENT
OF
FLORIDA FUNDING & INVESTMENT CORP.

Pursuant to Florida Statutes, the following is submitted:

1. The name of this organization is:

FLORIDA FUNDING & INVESTMENT CORP.

2. The Articles of Incorporation are amended by striking Article VI in its entirety and inserting in place thereof the following:

ARTICLE VI

The number of Directors constituting the Board of Directors shall be one (1). The name and street address of the member of the Board of Directors is:

GLORIA PATRICIA WONG
13687 Coral Way Street
Miami, FL 33175

The number of Directors may be increased or diminished from time to time by Bylaws adopted by either the Shareholders or the Directors, but shall never be less than such number as required by the laws of the State of Florida.

The Board of Directors hereby elects GLORIA PATRICIA WONG to serve as President, Secretary and Treasurer, until her successor is elected and qualified or until her earlier death, resignation or removal from office.

3. The foregoing amendment was adopted by a unanimous vote of the members of the Board of Directors present at the Board of Directors meeting, pursuant to Florida Statutes, on the 26th day of November, 1997.


4. The foregoing amendment was adopted by a unanimous vote of the Stockholders present at the Board of Directors meeting, pursuant to Florida Statutes, on the 26th day of November, 1997.

5. There are no other Stockholders or Directors entitled to vote on this amendment.

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SECRETARY & STATE
TALLAHASSEE, FLORIDA

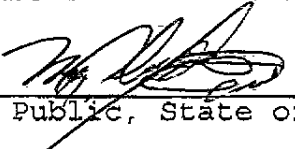
APPROVED
AND
FILED

IN WITNESS WHEREOF, the undersigned, GLORIA PATRICIA WONG, the sole Director, President, Secretary and sole Stockholder of this Corporation, has executed these Articles of Amendment this 26th day of November, 1997.


GLORIA PATRICIA WONG, President,
Secretary, Director and Stockholder

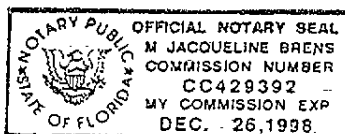
STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me the day and year last above written by GLORIA PATRICIA WONG, sole Officer, Director and Stockholder of the above-named Florida corporation, on behalf of the Corporation.



Notary Public, State of Florida

My Commission expires:
c:\corp\FFIC.amd



NOTARY