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FROM: COHEN, BERKE, BERNSTEIN, BRODIE & KONDELL, P
CONTACT: PEGGY MARINELLI
PHONE: (305) 854-5900

ACCT#: 075410000050

FAX #: (305) 857-9322

NAME: LEF ACQUISITIONS CORP.

AUDIT NUMBER.....H97000019726

DOC TYPE.....BASIC AMENDMENT

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PAGES..... 1

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P.11/20

12/01/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: COHEN, BERKE, BERNSTEIN, BRODIE & KONDELL, P
CONTACT: PEGGY MARINELLI
PHONE: (305)854-5900

ACCT#: 075410000050

FAX #: (305)857-9322

NAME: LEF ACQUISITIONS CORP.

AUDIT NUMBER.....H97000019726

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 1, 1997

LEF ACQUISITIONS CORP.
ONE GREENWAY PLAZA, STE. 850
HOUSTON, TX 77046-0102

SUBJECT: LEF ACQUISITIONS CORP.
REF: P97000084601

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000019726
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DIVISION OF CORPORATIONS

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**ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
LEF ACQUISITIONS CORP.
a Florida Corporation**

Pursuant to Sections 607.1003 and 607.1006, Florida Business Corporation Act, **LEF ACQUISITIONS CORP.**, a Florida corporation, hereinafter referred to as the "Corporation," files these Articles of Amendment.

1. Article I of the Articles of Incorporation of Corporation is amended to read as follows:

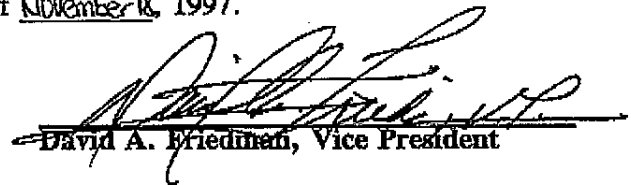
ARTICLE I

Name

The name of the corporation is: **LEF/ACQUISITIONS, INC.**

2. The above amendment was adopted and approved by all of the shareholders and directors of the Corporation on November 14, 1997. The Corporation has one class of outstanding shares of common stock entitled to vote, and the amendment set forth herein was unanimously approved by all of the shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned, as Vice President of the Corporation, has executed these Articles of Amendment as of November 18, 1997.


David A. Friedman, Vice President

Prepared by:
Eileen Trautman, Esq.
Florida Bar No. 184844
Cohen, Berke, Bernstein, Brodie & Kondell, P.A.
2601 S. Bayshore Dr., 19th Fl.
Miami, Florida 33133
(305) 854-5900

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