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FIELDSTONE LESTER & SHEAR
IS OF COUNSEL TO:
HANZMAN CRIDEN
KORGE & CHAYKIN, P.A.

January 6, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600002395316--3
-01/09/98-01046-017
*****87.50 *****87.50

RE: South Dade Parking Corp.

Gentlemen:

Enclosed you will find original and one copy of the Certificate of Amendment of South Dade Parking Corp. Also enclosed is our check in the amount of \$87.50, representing the following:

Filing Fee	\$35.00
Certified Copy	<u>52.50</u>
	\$87.50

If you have any questions concerning the enclosures, please feel free to contact our office.

Sincerely,



Paul A. Lester

PAL/cs

Encls.

N.C.
01-12-98
CC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -9 AM 11:01

**CERTIFICATE OF AMENDMENT
OF
SOUTH DADE PARKING CORP.**

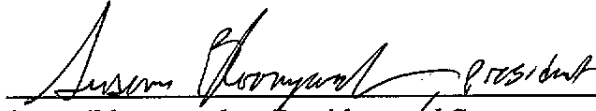
The undersigned, Susan Bloomgarden, President and Secretary of South Dade Parking Corp., a corporation organized under the laws of the State of Florida on November 10, 1997, hereby certifies that on Dec. 16, 1997, the Shareholders of the Corporation owning a majority of the outstanding common stock of South Dade Parking Corp. have signed a consent in writing adopting the following amendment to the Certificate of Incorporation. The number of votes cast in favor of the amendment was sufficient for approval.

1. ARTICLE I - Name, be and it hereby is amended to read as follows:

SOUTH BEACH PARKING CORP.

2. Directors of the Corporation have also approved this Amendment.

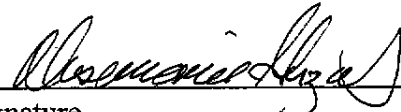
IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed this Certificate of Amendment this 16 day of December, 1997.



Susan Bloomgarden, President and Secretary

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 16 day of December, 1997, by Susan Bloomgarden, as President and Secretary of South Dade Parking Corp., a Florida corporation, who is personally known to me or who has produced NY as identification and who did take an oath.



Signature ROSEMARIE GONZALES
My Comm Exp. 11/20/99
Bonded By Service inc
Print (Notary's Name) CC510830
Notary Public, State of Florida

Notary Stamp:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -9 AM 1:01