SÊNT BY: RUDEN MCCLOSK

;11-20-97. 3:35PM;

305-) Department of State# 1

11/20/97

ision of corporations PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

2:26 PM

(((H97000019383 3)))

TO: DIVISION OF CORPORATIONS FAX #: (850) 922-4000

FROM: RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL, CONTACT: SUSAN OSBORNE

ACCT#: 076077000521

PHONE: (954) 761-2910

FAX #: (954)764-4996

NAME: MARLIN REALTY HOLDINGS, INC.

AUDIT NUMBER..... H97000019383

DOC TYPE.....BASIC AMENDMENT CERT. OF STATUS..0

PAGES FAX DEL METHOD . .

CERT. COPIES.....1

\$87.50 EST.CHARGE..

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND «CR»:



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 20, 1997

MARLIN REALTY HOLDINGS, INC. 1520 NE 32ND STREET FORT LAUDERDALE, FL

SUBJECT: MARLIN REALTY HOLDINGS, INC. REF: P97000096751

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.

THE NAME AND CAPACITY OF THE PERSON SIGNING THE DOCUMENT IS ILLEGIBLE.

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. #: H97000019383 Letter Number: 997A00055759

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H97000019383

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF MARLIN REALTY HOLDINGS, INC.

The following provision of the Articles of Incorporation of Mariin Realty Holdings, Inc., a Florida corporation ("Corporation"), filed with the Department of State on November 13, 1997, Charter Number P97000096751, be, and it is hereby, amended as shown below:

Article I of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be Gestion Marlin U.S., Inc.

The foregoing amendment was adopted by a Corporate Action by the sole Shareholder and the sole Director of this Corporation, as of November 20, 1997.

IN WITNESS WHEREOF, the undersigned, being the Secretary of this Corporation, has executed these Articles of Amendment as of 700 van but. 20, 1997.



Prepared by:

Glen A. Stankee, Esquire

Florida Bar No.: 331848

Ruden, McClosky, Smith, Schuster & Russell, P.A.

P.O. Box 1900

Ft. Lauderdale, FL 33302

Telephone: (954) 764-6660

H97000019383

PTL:278941:1