

LAW OFFICE

KEITH A. JAMES

P97000099270

November 26, 1997

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-12/01/97--01085--005
*****35.00 *****35.00

RE: JAZZ CLUB INVESTORS, INC.
OUR MATTER NO. 5164

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Amendment of the Articles of Incorporation for the above-named corporation, together with this firm's check in the amount of \$35.00, representing payment for the applicable filing fee. Please return a date-stamped copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,

KEITH A. JAMES

KAJ/kms
Enclosures

cc: Mr. Larry Lee, Jr.

98 JAN 20 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

KEITH A. JAMES, P.A.
1655 Palm Beach Lakes Blvd., Suite 810
West Palm Beach, Florida 33401
Phone (561) 686-4500 • Fax (561) 684-1508



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 10, 1997

KEITH A. JAMES
1655 PALM BEACH LAKES BLVD.
SUITE 810
WEST PALM BEACH, FL 33401

SUBJECT: JAZZ CLUB INVESTORS, INC.
Ref. Number: P97000099270

We have received your document for JAZZ CLUB INVESTORS, INC. 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 amendment cannot be adopted and executed by an incorporator if directors have been selected. Please amend your document accordingly.

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: 097A00058220

LAW OFFICE

KEITH A. JAMES



January 12, 1998

VIA OVERNIGHT MAIL

Carol Mustain, Corporate Specialist
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

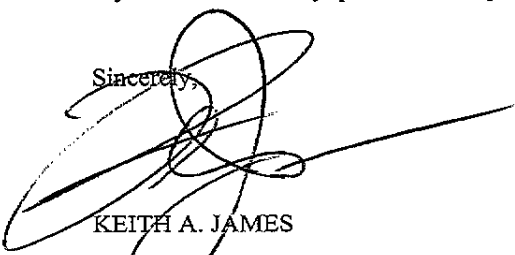
RE: JAZZ CLUB INVESTORS, INC.
OUR MATTER NO. 5164

Dear Ms. Mustain:

Pursuant to your correspondence to this office dated December 10, 1997 (copy enclosed), enclosed herewith please find the original and one copy of the Articles of Amendment of the Articles of Incorporation for the above-named corporation. We previously furnished you with our check in the amount of \$35.00, representing payment for the applicable filing fee. Please return a date-stamped copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,



KEITH A. JAMES

KAJ/kms
Enclosures

cc: Mr. Darryl R. Thomas-Bey

KEITH A. JAMES, P.A.
1655 Palm Beach Lakes Blvd., Suite 810
West Palm Beach, Florida 33401
Phone (561) 686-4500 • Fax (561) 684-1508

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
JAZZ CLUB INVESTORS, INC.,
A FLORIDA CORPORATION

Pursuant to Section 607.1003, Florida Statutes, the President of **JAZZ CLUB INVESTORS, INC.**, a Florida corporation (the "Corporation"), a corporation organized and existing under the Florida Business Corporation Act, does hereby certify as follows:

1. *ARTICLE VII* of the Articles of Incorporation, after the amendment, shall be as set forth below:

ARTICLE VII

DIRECTORS

The names and street addresses of the directors of the Corporation are as follows:

<u>Name:</u>	<u>Address:</u>
1. Mr. Darryl R. Thomas-Bey	1767 West Royal Fern Lane Ft. Pierce, FL 34982
2. Mr. William J. Casey	5707 Myrtle Drive Fort Pierce, FL 34982
3. Ms. Glynda W. Cavalcanti	315 Avenue "A" Fort Pierce, FL 34948

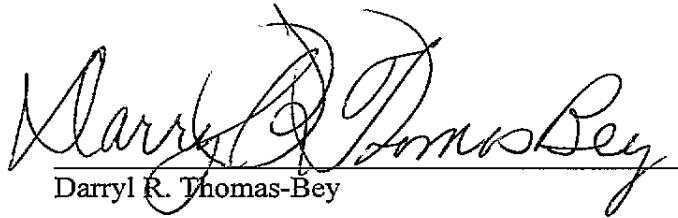
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JAN 20 PM 1:39

APPROVED
AND
FILED

2. This amendment was adopted by a majority of the Board of Directors of the Corporation without shareholder action. Shareholder action is not required since no shares have yet been issued.

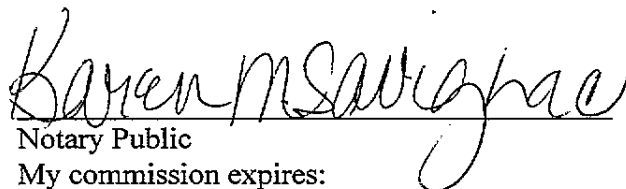
IN WITNESS WHEREOF, the undersigned affirms that these Articles of Amendment are the act and deed of the Corporation, and that the statements made herein are true and correct under penalties of perjury this 9th day of January, 1998.


Darryl R. Thomas-Bey

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Articles of Amendment were acknowledged before me on this 9th day of January, 1998, by **DARRYL R. THOMAS-BEY**, who is X personally known to me; or _____ has produced the following identification: _____.


Notary Public
My commission expires: