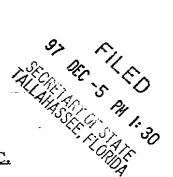
CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF UNITED INVESTORS PEMBROKE, INC.



The undersigned, Dennis P. Johnson, being the sole Director and Incorporator of United Investors Pembroke, Inc., a Florida corporation, does hereby certify that the following resolution was approved, ratified and confirmed by written action of the Director of the corporation:

RESOLVED, that the Articles of Incorporation be, and the same are hereby, amended as follows:

That Article IV is deleted in its entirety and the following Article IV is substituted therefor:

ARTICLE IV- Purpose

This corporation is organized solely for the purpose of owning, operating, and managing the real estate described on attached Exhibit "A", and the shopping center located thereon.

This corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

The foregoing Articles of Amendment have been executed by the sole Director and

Incorporator of United Investors Pembroke, Inc., on the 4th day of December, 1997. Share holder action was not required.

Dennis P. Johnson, Director and Incorporator

STATE OF FLORIDA COUNTY OF POLK

The foregoing instrument was acknowledged before me this 4th day of December, 1997, by Dennis P. Johnson, who is personally known to me.

Notary Public

My commission expires:
Partiela G. Kempter
My COMMISSION # CC558985 EXPIRES

JUNE 3, 2000 BONDED THRU TROY FAIN INSURANCE, INC.



PARCEL 1:

A portion of Tracts 28, 29, 30, 31 and 32, EVERGLADES SUGAR AND LAND COMPANY'S SUBDIVISION, of the Northeast 1/4 of Section 16, Township 51 South, Range 41 East, as recorded in Plat Book 2, at Page 75, of the Public Records of Dade County, Florida, lying in Broward County, Florida, being more particularly described as follows:

(CONTINUED)

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COMMENCE at the Southeast corner of the Northeast 1/4 of said Section 16 and run South 89 degrees 59 minutes 32 seconds West along the South line of the Northeast 1/4 of said Section 16 for 175.00 feet; thence North 0 degrees 05 minutes 30 seconds West along a line that is parallel with and 175.00 feet West of as measured at right angles to, the East line of the Northeast 1/4 of said Section 16 for 60.00 feet; thence South 89 degrees 59 minutes 32 seconds West along a line that is parallel with and 60.00 feet North of, as measured at right angles to the South line of the Northeast 1/4 of said Section 16 for 261.50 feet to the POINT OF BEGINNING of the following described parcel of land; THENCE continue South 89 degrees 59 minutes 32 seconds West along the last described course for 883.50 feet; thence 0 degrees 05 minutes 30 seconds West parallel with the East line of the Northeast 1/4 of said Section 16 for 200.00 feet; thence South 89 degrees 59 minutes 32 seconds West parallel with the South line of the Northeast 1/4 of said Section 16 for 150.00 feet; thence North 0 degrees 05 minutes 30 seconds West parallel with the East line of Northeast 1/4 of said Section 16 for 466.00 feet; thence North 89 degrees 54 minutes 30 seconds East at right angles to the last described course of 310.00 feet; thence North 0 degrees 05 minutes 30 seconds West at right angles to the last described course for 108.00 feet; thence North 89 degrees 54 minutes 30 seconds East at right angles to the last described course for 100.00 feet; thence North 0 degrees 05 minutes 30 seconds West at right angles to the last described course of 49.00 feet; thence North 89 degrees 54 minutes 30 seconds East, at right angles to the last described course for 112.60 feet; thence North 0 degrees 05 minutes 30 seconds West, at right angles to the last described course of 79.60 feet; thence North 89 degrees 54 minutes 30 seconds East for 74.70 feet; thence North 0 degrees 05 minutes 30 seconds West for 29.10 feet; thence South 89 degrees 54 minutes 30 seconds West for 12.55 feet; thence North 0 degrees 05 minutes 30 seconds West for 38.75 feet; thence South 89 degrees 54 minutes 30 seconds West for 13.85 feet; thence North 0 degrees 05 minutes 30 seconds West for 41.55 feet; thence North 89 degrees 54 minutes 30 seconds East for 198.90 feet; thence South 0 degrees 05 minutes 30 seconds East for 80.14 feet; thence North 89 degrees 54 minutes 30 seconds East for 245.00 feet; thence South 0 degrees 05 minutes 30 seconds East for 15.88 feet; thence North 89 degrees 54 minutes 30 seconds East, at right angles to the last described course for 280.00 feet; thence South 0 degrees 05 minutes 30 seconds East, at right angles to the last described course and parallel with the East line of the Northeast 1/4 of said Section 16 for 66.00 feet; thence South 89 degrees 54 minutes 30 seconds West, at right angles to the last described course for 154.50 feet; thence South 0 degrees 05 minutes 30 seconds East, at right angles to the last described course and parallel with the East line of the Northeast 1/4 of said Section 16 for 150.00 feet; thence North 89 degrees 54 minutes 30 seconds East, at right angles to the last described course for 154.50 feet; thence South 0 degrees 05 minutes 30 seconds East, at right angles to the last described course and parallel with and 175.00 feet West of, as measured at right angles to the East line of the Northeast 1/4 of said Section 16 for 434.90 feet; thence South 89 degrees 59 minutes 32 seconds West along a line that is parallel with the South line of the Northeast 1/4 of said Section 16,

for 261.50 feet; thence South 0 degrees 05 minutes 30 seconds East along a line that is parallel with the East line of the Northeast 1/4 of said Section 16 for 267.00 feet to the POINT OF BEGINNING; said lands situate, lying and being in Broward County, Florida.

LESS AND EXCEPTING, THEREFROM all that portion of additional right-of-way for University Drive, as recorded in Official Records Book 19587, at Page 564, of the Public Records of Broward County, Florida.

PARCEL 2:

A portion of Tract 32, EVERGLADES SUGAR AND LAND COMPANY'S SUBDIVISION, of the Northeast 1/4 of Section 16, Township 51 South, Range 41 East, as recorded in Plat Book 2, at Page 75, of the Public Records of Dade County, Florida, lying in Broward County, Florida, being more particularly described as follows:

COMMENCE at the Southeast corner of the Northeast 1/4 of said Section 16 and run South 89 degrees 59 minutes 32 seconds West along the South line of the Northeast 1/4 of said Section 16 for 175.00 feet; thence North 0 degrees 05 minutes 30 seconds West along a line that is parallel with and 175.00 feet West of as measured at rights angles to, the East line of the Northeast 1/4 of said Section 16 for 260.00 feet to the POINT OF BEGINNING of the following described parcel of land; thence continue North 0 degrees 05 minutes 30 seconds West along the last described course of 67.00 feet; thence South 89 degrees 59 minutes 32 seconds West along a line that is parallel with the South line of the Northeast 1/4 of said Section 16 for 261.50 feet; thence South 0 degrees 05 minutes 30 seconds East along a line that is parallel with the East line of the Northeast 1/4 of said Section 16 for 267.00 feet; thence North 89 degrees 59 minutes 32 seconds East along a line that is parallel with and 60.00 feet North of, as measured at right angles to the South line of the Northeast 1/4 of said Section 16 for 61.50 feet; thence North 0 degrees 05 minutes 30 seconds West along a line that is parallel with the East line of the Northeast 1/4 of said Section 16 for 200.00 feet; thence North 89 degrees 59 minutes 32 seconds East along a line that is parallel with the South line of the Northeast 1/4 of said Section 16 for 200.00 feet to the POINT OF BEGINNING; said lands situate, lying and being in Broward County, Florida.

LESS AND EXCEPTING THEREFROM all that portion of additional Right of Way for University Drive as recorded in Official Records Book 19587, at Page 564, of the Public Records of Broward County, Florida.

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PARCEL 5:

A portion of Tracts 29 and 30, EVERGLADES SUGAR & LAND CO. SUBDIVISION, of the Northeast 1/4 of Section 16, Township 51 South, Range 41 East, as recorded in Plat Book 2, Page 75, of the Public Records of Dade County, Florida, being more particularly described as follows:

COMMENCE at the Southeast corner of the Northeast 1/4 of said Section 16 and run South 89 degrees 59 minutes 32 seconds West along the South line of the Northeast 1/4 of said Section 16 for 175.00 feet; thence North 0 degrees 05 minutes 30 seconds West along a line that is parallel with and 175.00 feet West of, as measured at right angles to the East line of the Northeast 1/4 of said Section 16 for 1135.00 feet; thence South 89 degrees 59 minutes 32 seconds West for 150.00 feet to the POINT OF BEGINNING of the following described parcel of land; thence continue South 89 degrees 59 minutes 32 seconds West for 375.00 feet; thence South 0 degrees 05 minutes 30 seconds East for 142.01 feet; thence North 89 degrees 54 minutes 30 seconds East for 245.00 feet; thence South 0 degrees 05 minutes 30 seconds East for 15.86 feet; thence North 89 degrees 54 minutes 30 seconds East for 130.00 feet; thence North 0 degrees 05 minutes 30 seconds West for 157.32 feet to the POINT OF BEGINNING; said lands situate, lying and being in Broward County, Florida.

PARCEL 6:

A portion of Tracts 29 and 30, EVERGLADES SUGAR AND LAND COMPANY'S SUBDIVISION of the Northeast 1/4 of Section 16, Township 51 South, Range 41 East, as recorded in Plat Book 2, at Page 75, of the Public Records of Dade County, Florida, lying and being in Broward County, Florida, being more particularly described as follows:

PAGE 4 OF 5

COMMENCE at the Southeast corner of the Northeast 1/4 of said Section 16 and run South 89 degrees 59 minutes 32 seconds West along the South line of the Northeast 1/4 of said Section 16 for 175.00 feet; thence North 0 degrees 05 minutes 30 seconds West along a line that is parallel with and 175.00 feet West of as measured at right angles to, the East line of the Northeast 1/4 of said Section 16 for 977.90 feet to the POINT OF BEGINNING of the following described parcel of land; thence continue North 0 degrees 05 minutes 30 seconds West along the last described course for 157.10 feet; thence South 89 degrees 59 minutes 32 seconds West for 150.00.00 feet; thence South 0 degrees 05 minutes 30 seconds East, parallel with the East line of the Northeast 1/4 of said Section 16 for 157.32 feet; thence North 89 degrees 54 minutes 30 seconds East, at right angles to the last described course for 150.00 feet to the POINT OF BEGINNING; said lands situate, lying and being in Broward County, Florida.