



P98000005581

ACCOUNT NO. : 072100000032

REFERENCE : 710261 4303929

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 87.50

ORDER DATE : February 18, 1998

ORDER TIME : 10:11 AM

ORDER NO. : 710261-010

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CUSTOMER NO: 4303929

CUSTOMER: Ms. Jazmine Roman
Greenberg Traurig
The Metlife Building
200 Park Avenue
New York, NY 10166

DOMESTIC AMENDMENT FILING

NAME: PRIMARY GENPAR, INC. (PALM SPRINGS)

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS: _____

FILED
98 FEB 18 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 FEB 18 AM 11:22
DIVISION OF CORPORATION

*Amendment
2/18/98
DC*

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PRIMARY GENPAR, INC. (PALM SPRINGS)**

FILED
98 FEB 18 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of this Corporation is PRIMARY GENPAR, INC. (PALM SPRINGS) (hereinafter called the "Corporation").

2. Article II of the Corporation's Articles of Incorporation is deleted and replaced by new Article II, as follows:

"ARTICLE II:

The address of the principal office and the mailing address of the Corporation is 1840 West 49th Street, Suite 700, Hialeah, Florida 33012."

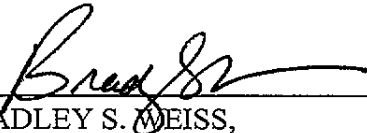
3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

4. The amendment made herein to the Articles of Incorporation of the Corporation was adopted by the unanimous written consent of the sole Shareholder, the number of votes cast for the amendment was sufficient for approval, and the sole Director of the Corporation on the date of these Articles of Amendment, pursuant to Sections 607.0704 and 607.1003 of the Florida Business Corporation Act.

5. The effective date of this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment, this 12th day of February, 1998.

PRIMARY GENPAR, INC. (PALM SPRINGS)

By: 
BRADLEY S. WEISS,
President