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BASIC AMENDMENT

FLAGLER PARK PLAZA, INC.

Certificate of Status	0
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Page Count	01
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Amendment

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CERTIFICATE OF AMENDMENT**OF****FLAGLER PARK PLAZA, INC.**

The undersigned, Donald Soffer, President of Flagler Park Plaza, Inc., a corporation organized under the laws of the State of Florida on January 26, 1998, hereby certifies that on January 14, 2002, the Shareholders of the Corporation owning a majority of the outstanding common stock of Flagler Park Plaza, Inc. 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. Under ARTICLE NINE, subparagraph (o) is hereby deleted.
2. Directors of the Corporation have also approved this Amendment.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed this Certificate of Amendment this 14 day of January, 2002.


Donald Soffer, President

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