



THE UNITED STATES
CORPORATION
COMPANY

P98000010945

ACCOUNT NO. : 072100000032

REFERENCE : 250903 7149102

AUTHORIZATION :

Patricia Pigot

COST LIMIT : \$ 52.50

ORDER DATE : May 24, 1999

ORDER TIME : 2:34 PM

ORDER NO. : 250903-015

CUSTOMER NO: 7149102

Amend

000002884760--6

CUSTOMER: Ms. Rosa Nunez
Centres Inc.
Two Datron Center, Suite 1528
9130 S. Dadeland Boulevard
Miami, FL 33156

DOMESTIC AMENDMENT FILING

NAME: CENTRES HOLLYWOOD GP, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
99 MAY 24 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAY 24 PM 3:03
DIVISION OF CORPORATION

1002
5/24/99

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
CENTRES HOLLYWOOD GP, INC.**

The undersigned, Kenneth B. Karl, being the President of CENTRES HOLLYWOOD GP INC., a Florida corporation (the "Corporation"), incorporated effective January 29, 1998 under Document No. P98000010945, does hereby certify, attest and serve notice, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, that the Articles of Incorporation of the Corporation are hereby amended as follows:

1. Article XII to the Articles of Incorporation of the Corporation is hereby amended and restated to change the definition of Lender to read as follows:

"ARTICLE XII -- LIMITATIONS AND INTERNAL AFFAIRS

For purposes of this Article XII:

"Lender" means Morgan Guaranty Trust Company of New York, a New York banking corporation, its successors and/or assigns.

The foregoing amendments of the Articles of Incorporation of the Corporation have been duly and unanimously authorized, adopted and directed by the Board of Directors and shareholders of the Corporation by Written Consent thereto dated as of May 12, 1999. All other provisions of the Articles of Incorporation of the Corporation shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal in his capacity as aforestated as of the 20th day of May, 1999, on behalf of the Corporation.

CENTRES HOLLYWOOD GP, INC.

By: Kenneth B. Karl
Kenneth B. Karl, President

[CORPORATE SEAL]